



# **DANELLA<sup>®</sup>**

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**CODE OF BUSINESS CONDUCT AND ETHICS**  
(Revised 12/08/2016)

# A MESSAGE TO ALL EMPLOYEES

Danella Companies is proud of the business relationships it has developed and maintained over nearly a half century.

Danella Companies conducts business with many of the largest utility companies in the United States. We can do this by providing competitive pricing, completing our work with the highest level of quality, safety and workmanship, and with the utmost integrity. To ensure that all employees understand and adhere to the level of integrity expected by Danella and our customers and partners, we have developed the attached Code of Business Conduct and Ethics.

At Danella, our employees are the face of the Company and are interacting on a daily basis with our customers' and partners' representatives and with the general public. Our interaction must always exhibit the highest degree of professionalism, respect, and integrity. Our customers and partners have a choice about which contractors they will all to work on their systems. They have a responsibility to the general public to only employ top quality contractors. Danella is committed to being recognized as one such contractor.

Please review the attached Code carefully and adhere to its requirements. If you have questions or become aware of any situations that may risk violation of the Code, You will receive a prompt evaluation of your concern and direction on how to proceed to stay in compliance with the Code. You have my assurance that you will never be retaliated against for raising a concern.

Thank you for your cooperation. Together, we can continue to expand our relationships with current customers and partners and add new ones to allow for the future growth of our company.



James D. Danella

# INTRODUCTION

The Danella Companies are committed to the highest standards of business ethics, professional conduct and safety in all aspects of their business activities. These aspects include relationships between and among employees and relationships with our business partners and suppliers, as well as the general public. That commitment requires that we conduct ourselves, at all times, based on the ideals of honesty, integrity, respect and compliance with applicable laws, good faith, and fair dealing. We do not tolerate dishonesty, harassment or discrimination. We encourage free and open communication while maintaining confidentiality. We are committed to personal and public safety at all times.

We have implemented this Code of Business Conduct and Ethics which applies to all employees of The Danella Companies. All employees will be expected to be fully familiar with the code and adhere to it in all respects. Failure to do so may result in disciplinary action including, but not limited to, termination of employment. We thank you for your compliance with this Policy.

## I. EMPLOYEE CONDUCT

All employees are at all times required to conduct themselves with honesty and integrity. They are to treat each other and our business partners and suppliers with dignity and respect. The Company maintains separate written policies on anti-harassment and non-discrimination which all employees are obligated to acknowledge and abide by. The Company maintains separate written policies on substance abuse and alcohol misuse, which all employees are obligated to acknowledge and abide by. Employees shall abide by all applicable laws and regulations when acting on behalf of the Company.

## II. CONFLICTS OF INTEREST

All of our business partners (those organizations we work with and for) maintain separate codes of ethics and business conduct which include, among other things, dealing with issues that may arise in their relationships with us. These issues are often called conflicts of interest. They relate to situations where your personal interests or activities may impact your duties to the company and our partners. It is the responsibility of each employee who has direct relationships with our business partners to be familiar with the business partners' policies concerning conflicts of interest. At Danella Companies, all conflicts of interest are strictly prohibited. Gifts are a special area of concern. The giving or receiving of gifts is strictly prohibited. The giving or receiving of gift cards, cash, checks, money orders, coupons, loans or another type of money or money equivalent items including discounts are strictly prohibited. Providing or receiving modest food/beverage at a business meeting or occasional modest meals or a "cup of coffee" are allowed with approval of your supervisor. Other examples of conflicts of interest that are prohibited include, but are not limited to: unusual or excessive business entertainment, any business entertainment that could embarrass or harm the reputation of Danella or our customers and partners, giving or receiving of services at a discount, having a financial interest in a business relationship with a business partner, employment of or doing related or conflicting business with family members, excessive socializing with the purpose of obtaining financial gain, maintaining a personal relationship which gives the appearance of impropriety or which may lead to a conflict of interest, receiving or performing of favors that could appear to influence business decisions, receiving or giving of kickbacks, or, in general, any conduct which may lead to even the appearance of influencing or attempting to influence decisions dealing with business relationships. Your obligation is to avoid at all times even the appearance of any impropriety. These actions, and others like them, are strictly prohibited. If you ever have any questions about whether any particular activity or conduct is a conflict of interest or if you believe someone is attempting to influence you, you should immediately report it as outlined in Article 10. You should always err on the side of caution and report anything you think comes close to any prohibited conduct or activity.

# III. CONFIDENTIALITY OF COMPANY AND BUSINESS PARTNER INFORMATION

During your employment, you may become aware of confidential information of Danella Companies and its business partners. Confidential information includes:

- a. any and all financial information;
- b. the identity of business partners, customers, suppliers, subcontractors and others with whom the company does business;
- c. contract terms, bid terms, pricing, costs or profits information relating to any business relationships with any business partners, customers, suppliers, subcontractors and others with whom the company does business;
- d. marketing methods and strategies;
- e. proprietary products, software, technology or procedures, personal information of employees or consultants, business plans, proprietary software or other electronic information or business development plans;
- f. any other information which the Company determines and identifies as confidential; and,
- g. any information which our business partners consider confidential.

All such information is to be used only for the benefit of The Danella Companies and its business partners. It is not to be given to or discussed with anyone outside the course of your work related duties and responsibilities. The confidential information you learn “stays here when you leave here.” The maintenance of confidentiality includes not only direct discussion but also the safeguarding of written and electronic documents as well. Unauthorized dissemination of confidential information via social media is strictly prohibited. You agree that this condition of maintaining confidentiality shall continue even after you leave our employment.

## IV. PUBLIC CONDUCT

All employees of The Danella Companies are directly and indirectly representatives of the image of The Danella Companies in the public eye. Accordingly, all employees of The Danella Companies are expected to maintain and exhibit appropriate conduct in public when engaged in work on behalf of the company, as well as, when not, such as before and after work, weekends, holidays and vacations.

## V. SOCIAL MEDIA

The responsible use of social media by employees is of concern to the company. Accordingly, we have created this policy which applies to all employees. Social media is all means of communicating or posting information or content of any sort on the Internet, including to your own or someone else's web log or blog, journal or diary, personal website, social networking or affinity website, web bulletin board or a chat room whether or not associated or affiliated with the company as well as any other form of electronic communication.

You may reference your employment with the company, however, when doing so, you must indicate that your views and opinions are yours and not those of the company. Emails and texting while performing duties and responsibilities in the ordinary course of your employment are of course permitted. However, you may not state, indicate or otherwise suggest you are acting on behalf of the company when not acting in the course of your employment unless expressly authorized to do so. Your content or messaging must at all times be in compliance with the company Code of Conduct and Ethics. Any known violations of this policy must be immediately corrected and reported to the company. Use of social media on company time is prohibited.

## **VI. INTERNAL POLICIES AND PROCEDURES AND CUSTOMER CONTRACT COMPLIANCE**

The Company maintains, and from time to time initiates and implements, various policies and procedures relating to its business operations. These may be related to both in office administrative, as well as field operations. All employees are obligated to strictly comply with all such policies and procedures. All employees involved in customer contract administration and project performance and management are expected to be fully familiar with all terms, conditions and procedures of applicable contracts and to strictly comply with the same. Failure to do so may result in disciplinary proceedings including, but not limited to termination.

## **VII. EMPLOYMENT**

This code is not an employment contract or an assurance of continued employment. Compliance with this code is a condition of employment.

## **VIII. COMPANY FUNDS AND ASSETS**

All employees must safeguard company funds, assets and property of which they have use and to which they have access. Any misuse, unauthorized use, or theft of such funds, assets or property may result in disciplinary proceedings including, but not limited to, termination and referral to the appropriate criminal justice authorities. Employees may not use company property for personal purposes.

## IX. GOVERNMENT COMPLIANCE

All employees must, at all times, be familiar with and comply with any and all government laws and regulations. Those include but are not limited to those relating to health and safety, wage and hour, anti-discrimination and harassment, business and construction codes and environmental. State and local laws and regulations may vary from jurisdiction to jurisdiction.

## X. REPORTING VIOLATIONS

If you become aware of a violation of this code or think that any violations may have occurred, it should be immediately reported either verbally or in writing to your supervisor or in the alternative, Danella's anonymous ethics hotlines:

- Phone: 1 (844) 720-2550
- Email: [Danella@getintouch.com](mailto:Danella@getintouch.com)
- Online: [www.intouchwebsite.com/Danella](http://www.intouchwebsite.com/Danella)

Strict confidentiality of such reporting will be maintained. In consideration of your reporting the alleged violation, the Company maintains a strict non-retaliation policy.