

POLICY NO. GP-1

A REPUTATION FOR INTEGRITY RULES OF CONDUCT

Donley's and its employees have earned an outstanding reputation for integrity and good citizenship. The well-being of both the Company and its employees depends greatly upon the continuance of our excellent reputation. However, reputation can be seriously damaged by improper conduct. Although it is not the Company's intent to impose any form of regulation on the personal and private affairs of any employee, it is the policy of Donley's that employees meet certain standards of professional and business conduct. Employee conduct, both on and off the job, reflects upon the character of the Company. Therefore, adherence to these standards by everyone is the only sure way Donley's can continue to merit the confidence and support of our clients and the communities in which we work. These Rules are not intended to restrict communications or actions protected or required by state or federal law.

The following rules of conduct are meant to be general in nature, and do not include all of the rules and regulations that apply in every situation. In the event a situation arises which is not covered by these rules of conduct, we suggest you discuss the matter with your supervisor and/or a member of the Human Resources department at the following address and phone number:

Human Resources
5430 Warner Road
Cleveland, Ohio 44125
Tel: (216) 524-6800

Rules of Conduct

1. All employees will maintain professional relationships with clients, architects, engineers, subcontractors, and suppliers of goods and services to the Company.
2. No employee shall have any financial or other relationship with business contacts that might impair, or even appear to impair independence of judgment on behalf of the Company. This includes, but is not limited to, accepting cash, loans, gifts, trips, or favors, using company equipment, property or information for any personal or professional gain or advancement.
3. Employees must keep personal business affairs separate and distinct from Company business.
4. No employee will accept employment or engage in a business which involves:
 - 4.1. Any activity during the Employee's regularly scheduled hours of employment;
 - 4.2. The use of any Company equipment, supplies, or property; or
 - 4.3. Any direct relationship with the Company business or operations.
5. Doing business with firms in which employees have a direct or indirect financial interest is not permitted unless fully disclosed and with the written concurrence of the President of the Company.
6. No employee of the Company should directly or indirectly use or repeat to anyone outside the Company any confidential, non-public information acquired as a result of employment with the Company.
7. Employees are required to provide the Company's internal and outside auditors with any and all information necessary for the performance of their responsibilities. Concealment of financial and/or operational information, inaccurate cost reporting, or providing misleading information is a violation of the Rules of Conduct.
8. Any conduct that may be disruptive, unethical, or illegal will not be tolerated. The following is a non-exhaustive list of conduct that may violate this Policy:
 - 8.1 Falsifying records.
 - 8.2 Engaging in fraud.
 - 8.3 Removing employer property from the premises without authorization.

- 8.4 Stealing or attempting to steal employer or employee property.
- 8.5 Being habitually tardy or absent.
- 8.6 Engaging in poor timekeeping.
- 8.7 Fighting on employer property at any time.
- 8.8 Being under the influence of intoxicating substances on employer property at any time.
- 8.9 Being insubordinate.
- 8.10 Unauthorized use of employer time, property, materials, or equipment.
- 8.11 Gambling on employer premises at any time.
- 8.12 Sleeping on the job.
- 8.13 Using offensive or profane language on company premises.
- 8.14 Bringing dangerous or unauthorized weapons onto employer premises.
- 8.15 Being absent from work without authorization during scheduled work hours.
- 8.16 Defacing employer property.
- 8.17 Engaging in criminal activity.
- 8.18 Violating or abusing employer policies.
- 8.19 Neglecting job duties.
- 8.20 Bringing the organization into disrepute.

Violation of any of these Rules of Conduct may result in disciplinary action up to and including termination of employment. Nothing in the foregoing is intended to preclude or dissuade employees from engaging in legally protected activities/activities protected by state or federal law, including the National Labor Relations Act, such as discussing wages, benefits or terms and conditions of employment, forming, joining or supporting labor unions, bargaining collectively through representatives of their choosing, raising complaints about working conditions for their and their fellow employees' mutual aid or protection, or legally required activities.