

THE BRANDYWINERS, LTD.

CODE OF BUSINESS ETHICS AND CONDUCT POLICY

GENERAL

The Brandywiners, Ltd. (the “Brandywiners”) is a not-for-profit, tax-exempt organization. Maintenance of its tax-exempt status is important for both continued financial stability, public and member support. Therefore, the Internal Revenue Service, as well as other regulatory agencies, tax officials and other stakeholders view the policy and operations of the Brandywiners as a public trust, which is subject to scrutiny by and accountable to such authorities as well as its constituents. In an effort to maintain the high standard of conduct expected of our Members, and the public, the Brandywiners operates under the Code of Business Ethics and Conduct outlined below.

COMPLIANCE REQUIREMENTS

All members, employees, and volunteers are required to comply with applicable federal, state, and local laws and regulations and with the Brandywiners’ bylaws and policies.

PROHIBITED ACTIONS

No member, employee, or volunteer shall engage in the following actions:

- Authorize the use of or use for the benefit or advantage of any person, the name, emblem, endorsement, services or property of the Brandywiners, except in conformance with the Brandywiners’ policies.
- Accept or seek on behalf of any other person, any financial advantage or gain of other than nominal value offered as a result of the member’s, employee’s, or volunteer’s affiliation with the Brandywiners.
- Publicly use any Brandywiners affiliation in connection with promotion of partisan politics, religious matters or positions on any issue not in conformity with the official position of the Brandywiners.
- Disclose any confidential Brandywiners information that is available solely as a result of the member’s, employee’s or volunteer’s affiliation with the Brandywiners to any person not authorized to receive information, or use to the disadvantage of the Brandywiners any such confidential information, without the express authorization of the Brandywiners.
- Knowingly take any action or make any statement intended to influence the conduct of the Brandywiners in such a way as to confer any financial benefit on any person, corporation or entity in which the individual has a significant interest or affiliation.
- Operate or act in a manner that creates a conflict or appears to create a conflict with the interests of the Brandywiners and any organization in which the individual has a personal, business or financial interest.

- Retaliate against any member, employee or volunteer who seeks advice from, raises a concern with or makes a complaint about fraud, waste, abuse, policy violations, discrimination, illegal conduct, unethical conduct, unsafe conduct or any other misconduct by the organization, its members, employees or volunteers.
- Operate or act in any manner that is contrary to the best interest of the Brandywiners.

REPORTING RESPONSIBILITY

Each member, employee, volunteer and other stakeholder of the Brandywiners has an obligation to report in accordance with this Code of Business Ethics and Conduct Policy violations and suspected violations of this Policy.

HANDLING OF REPORTED VIOLATIONS

Violations of this Policy shall be referred to the Board of Directors for investigation. The investigation may be instituted by a written complaint or by information brought to the attention of the Board. The Board may request the Brandywiners Compliance Officer, or other individual, investigate the alleged violation. At the conclusion of the investigation, the Board may hold hearings and take testimony as provided in Robert's Rules of Order, Newly Revised ("RONR"). Any further action, including discipline, shall be governed by the procedures set forth in RONR.