

CODE OF CONDUCT

WOMEN IN LEGAL LEADERSHIP GROUP (“WILL”)

AMERICAN LEGAL AND FINANCIAL NETWORK

Purpose

The purpose of this policy is to define and describe the expectations and appropriate behaviors that the American Legal and Financial Network (the “ALFN”) has for the members of the ALFN’s Women in Legal Leadership Group (“WILL”).

I. ALFN MISSION STATEMENT

The Mission of the ALFN is to serve the Legal and Residential Mortgage Banking Professional through leadership, education and professional development. The ALFN has created a network of highly experienced attorneys and vendors who are committed to the advancement of technology, and educating those within the industry on current practices and procedures. We assume a leadership role in creating a forum where industry representatives can develop and coordinate ideas on current topics within the mortgage banking industry. The ALFN has created a network infrastructure in which the mortgage default industry can unite to share ideas and take advantage of valuable educational resources.

In furtherance of its Mission, the ALFN undertakes to:

- Advocate for its members before government agencies and legislatures and within the community of members' clients, and put forward well-researched, cogently argued cases;
- Be respected as a credible and authoritative advocate for the residential mortgage banking and legal community;
- Promote a positive image of the residential mortgage banking and legal community, and its services and products;
- Provide its members with high quality education, training, and professional development; and
- Promote pro-competitive and ethical conduct in the marketplace, and not discourage competition or methods of competition by and among ALFN's members.

II. ALFN ETHICS MISSION STATEMENT

ALFN members abide by a code of ethics that promotes public, governmental, and client confidence in the integrity of the members of the residential mortgage banking and legal communities. To ensure and enhance the benefits of the ALFN’s mission statement and to support an open and productive environment for the exchange of ideas, knowledge and

information through the ethical and accountable behaviors of its members, ALFN members commit to:

- Deliver the highest quality services and products to their clients;
- Promote positive client and supplier relationships;
- Maintain the highest standards of professional and personal conduct;
- Promote and encourage free-market, fair, and ethical competition; and
- Take extra care that any joint activity serves legitimate, pro-competitive purposes, and that the activity avoids even the appearance of impropriety.

III. WILL CODE OF CONDUCT

- A. All WILL members are governed by, and shall comply with, the ALFN Code of Conduct, as adopted and in effect from time to time. When in doubt, WILL members have a duty to seek clarification from the ALFN's President and Chief Executive Officer concerning the applicability of the Code of Conduct.
- B. WILL members are governed by, and shall comply with, the ALFN Code of Ethics, as adopted and in effect from time to time. When in doubt, WILL members have a duty to seek clarification from the ALFN's President and Chief Executive Officer concerning the applicability of the Code of Conduct.
- C. WILL members shall conduct themselves in a manner which is consistent with the accomplishment of the ALFN's Mission and Ethics Mission, as adopted and in effect from time to time.
- D. WILL members shall treat all individuals with whom they interact, members and non-members alike, with respect when dealing with matters which could reflect on their professional reputations.
- E. WILL members shall treat each other with courtesy and respect during ALFN functions or events and WILL functions or events; and shall comply with the policies, procedures and rules of conduct and behavior which govern participation and attendance at such events. By way of illustration, but not of limitation, WILL members shall:
 - Refrain from attending or sponsoring any meetings, functions or activities during an ALFN or WILL sponsored function or event that are not part of the official function or event program and that would compete with and draw registered attendees away from the function or event. Meetings, functions or activities of WILL members conducted within the venue of the function or event may be monitored and approved by the WILL or the ALFN.
 - Refrain from engaging in rude, offensive or unprofessional behavior while in attendance at an ALFN or WILL function or event.

- Comply with any dress code in effect with respect to an ALFN or WILL sponsored function or event. WILL members should always portray and emulate, through their dress and behaviors, the level of professionalism that is expected from the industry's leading mortgage servicing association to support the highest level of professional networking.
 - Wear their event badges in a visible manner.
 - Comply with any ALFN or WILL venue-specific/event-specific rules, policies, procedures or protocols governing the conduct and behavior of persons who are in attendance thereat.
- F. WILL members shall treat each other with courtesy and respect via electronic communications (e.g., WILL forums, LinkedIn, Twitter, etc.) and strive to present themselves and their employers professionally.
- G. WILL members shall govern themselves by the bylaws and policies of the ALFN; shall support the objectives of its Board of Directors and the interests of the association; and shall abide by the decisions of the ALFN's Board of Directors or Executive Staff on issues involving the member or the member's business.
- H. WILL members shall remain current in the payment of their dues, assessments, registrations fees, and other financial obligations owed to the WILL or the ALFN. WILL members with past due monies owed to WILL are not permitted to attend WILL functions or meetings until the delinquency is remedied.

IV. ACTION TO BE TAKEN UPON VIOLATION OF THE CODE OF CONDUCT

- A. WILL membership is a privilege, not a right, and may be conditioned, suspended or terminated with cause.
- B. Conduct requiring review shall be reviewed by the WILL's Ethics Committee (the "Ethics Committee") directly following the incident. The Ethics Committee, after making appropriate inquiry of the parties involved, shall determine whether or not to proceed further with an action.
- C. Should the Ethics Committee decide that further action is necessary, they will forward the incident to the ALFN's President (the "President") to render an opinion regarding the conduct in question.
- D. Any action to be taken shall be at the sole discretion of the President. Such action may include, but shall not be limited to, the following:
- Issuance of a private or public warning, letter of education, reprimand, or censure

- Suspension of WILL membership and/or ALFN membership
 - Temporary or permanent termination of WILL membership and/or ALFN membership
 - Imposition of probationary terms or conditions upon WILL membership and/or ALFN membership, or upon the exercise of specific rights, privileges or benefits of such membership (e.g., attendance at meetings, functions, events, webinars, etc.)
- E. A WILL member who is found by the President to have violated the Code of Ethics and who receives a sanction may appeal this determination by filing a Notice of Appeal no later than thirty (30) days after receipt of the Letter of Determination. If an appeal is filed, the ALFN's Board of Directors (the "Board") shall review all information considered by the WILL Ethics Committee and the President. Within sixty (60) days, the Board shall make a decision to uphold or reverse the determination. The Board may set aside the President's determination that a violation has occurred or it may determine that the sanction imposed by the President is not appropriate and impose a greater, lesser or different sanction. The decision of the Board shall constitute the final decision of the ALFN with respect to all matters about this violation.
- F. Notwithstanding the foregoing, should a violation of the WILL Code of Conduct occur during an ALFN or WILL function or event, the ALFN, acting by and through the WILL Chairperson(s), the ALFN President or the ALFN Board of Directors, shall have the immediate right to either: (1) require the offending party—and, if appropriate under the circumstances, his or her firm or company—to leave the function or event without first taking the steps described in Section IV, paragraphs A – E above, or (2) impose conditions or limitations upon the continued attendance and participation of such party(ies).

Adopted by the ALFN Board of Directors July 19, 2015