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May 22, 2019

Via Hand Delivery

Ms. Lora W. Johnson, CMC, LMMC
Clerk of Council
City Hall, Room 1E09
1300 Perdido Street
New Orleans, Louisiana 70112

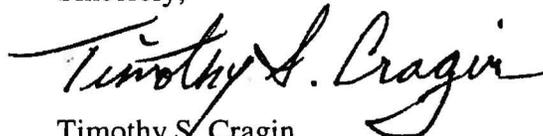
Re: Entergy New Orleans, LLC's Code of Conduct and Ethics per Resolution R-19-78

Dear Ms. Johnson:

Pursuant to Council Resolution R-19-78, attached please find Entergy New Orleans, LLC's Code of Conduct and Ethics.

Please file an original and two copies into the record and return a date-stamped copy to our courier.

Sincerely,



Timothy S. Cragin

Enclosure

cc (via electronic mail): Council President Jason Rogers Williams
Council Vice President Helena Moreno
Councilmember Joseph I. Giarrusso, III
Councilmember Jay H. Banks
Councilmember Kristin Gisleson Palmer
Councilmember Jared C. Brossett
Councilmember Cyndi Nguyen
Erin Spears
Clinton A. Vince, Esq.
Presley R. Reed, Jr., Esq.
Emma F. Hand, Esq.
J. A. Beatmann, Jr., Esq.
Basile Uddo, Esq.
Philip Movish, P.E.
Joseph Rogers, P.E.

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BY: 

ENTERGY NEW ORLEANS CODE OF CONDUCT AND ETHICS

The Corporate Compliance Committee of Entergy Corporation has adopted the following Code of Conduct and Ethics (the "Code") for Entergy New Orleans, LLC ("ENO" or the "Company") directors, executive officers, and employees (collectively, "Company Representatives"). This Code is intended to: a) provide guidance to help Company Representatives recognize and deal with ethical issues; b) provide mechanisms to report unethical conduct; and c) help foster a culture of honesty and accountability. It is expected that each Company Representative will acknowledge and comply with the letter and spirit of this Code.

1. Conflicts of Interest

A Company Representative shall not allow his or her private interest to interfere with the interests of ENO or Entergy as a whole. A "conflict of interest" occurs when a Company Representative takes actions or has interests that make it difficult to perform his or her duties objectively and effectively. Conflicts of interest may also arise when a Company Representative, or a member of his or her immediate family, receives improper personal benefits as a result of his or her position with the Company. Company Representatives must avoid, and may not have, conflicts of interests with the Company.

If an officer or employee has any reason to believe that he or she has a conflict of interest or a potential conflict of interest, then the officer or employee shall take the actions required in the Entergy's System Policy on Conflicts of Interest.

2. Corporate Opportunities

Business opportunities that come to Company Representatives through access to Company property or information belong to the Company. Company Representatives are prohibited from: (a) taking for themselves personally opportunities that are discovered through the use of corporate property, information or the Covered Employee's position; (b) using the Company's property or information, or the Company Representatives position, for personal gain; or (c) competing with the Company, directly or indirectly, for business opportunities.

3. Confidentiality

Company Representatives must maintain the confidentiality of non-public information that they acquire in carrying out their duties and responsibilities, except where disclosure is approved by the Company or legally mandated. Confidential information includes, without limitation, trade secrets, nonpublic financial and operational information, customer information, unreleased plans or forecasts, vendor and customer information, formulas, designs and other inventions covered by a patent, copyright or trademark, employee

information and records where the possession of such information was obtained as part of their formal duties, other corporate and personal information and information that if, not properly safeguarded, might impair the security or privacy of the Company's facilities or personnel.

4. Protection and Proper Use of Company Assets

Company Representatives shall protect Company assets and should only use Company property for official Company business. Company Representatives may not use Company time, supplies, equipment, tools, buildings or other assets for personal benefit without prior authorization.

5. Ethical Behavior and Fair Dealing

The Company's reputation for ethical behavior is critical to its success. ENO officers and directors must lead by example and act with integrity and honesty to promote an environment that encourages the Company's officers and employees to sustain and enhance the Company's reputation.

Each Company Representative has a responsibility to act honestly and transparently with the Company's regulators, customers, suppliers, and other employees, and to treat each other, as well as the Company's regulators, customers, suppliers, and competitors, with fairness and respect. The Company will always participate in the marketplace fairly and lawfully and Company Representatives shall refuse to participate in any conduct or practice that is intended to take unfair advantage of anyone, including through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practices.

6. Compliance with Laws, Rules and Regulations

Company Representatives shall comply with all laws, rules and regulations applicable to the Company, including Entergy System Policies.

7. Provisions Relating to ENO's Principal Executive Officer and Other Senior Leaders

The principal executive officer and senior leaders hold an important and elevated role in corporate governance. Therefore, the Company expects that such personnel will adhere to and advocate the following principles and responsibilities governing professional and ethical conduct. To the best of their knowledge and ability, such personnel shall:

- Act with honesty and integrity, ethically handling actual or apparent conflicts of interest in personal and professional relationships.
- Provide full, fair, accurate, timely and understandable disclosure in public

communications made by the Company.

- Comply with applicable laws, rules and regulations of federal, state, provincial and local governments, and other appropriate private and public regulatory agencies.
- Act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing independent judgment to be subordinated.
- Respect the confidentiality of information acquired in the course of work except when authorized or otherwise legally obligated to disclose. Confidential information acquired in the course of work shall not be used for personal advantage.
- Share knowledge and maintain skills important and relevant to constituents' needs.
- Proactively promote ethical behavior as a responsible colleague among peers in the work environment and community.

8. Grassroots/Public Relations Practices

Entergy and ENO are committed to understanding the concerns and priorities of communities in connection with work the Company undertakes. With respect to public relations and grassroots efforts, the Company expressly prohibits its employees and its suppliers from engaging in the practice of paying individuals to attend or speak at any public meeting or meetings before any governmental, regulatory or other agency with oversight over ENO's operations, a practice referred to as "astroturfing."

9. Health & Safety

Excellent health and safety management is a core business value. Entergy believes that all occupational accidents are preventable. You are expected to maintain safe and healthy working conditions, to comply with the safety standards of your job, and to report immediately any actual or potential safety or health hazards.

10. Environmental and Sustainability

Entergy aspires to be an industry leader in protecting our environment. The Company expects its employees, agents, and suppliers to provide goods and services in an environmentally conscientious manner. Environmental laws, regulations, and orders affect many areas of ENO's business, including restrictions on hazardous and toxic materials, air and water emissions, and waste disposal. The Company is committed to meeting or surpassing compliance with environmental and all applicable regulatory requirements and enhancing the communities we serve. The Company expects employees, agents, and suppliers to comply with all applicable environmental laws and regulation and conduct their operations in an environmentally responsible manner.

11. Discrimination and Harassment

The Company seeks to maintain a work environment that recognizes the dignity and worth of each individual and is free from harassment and discrimination based on any protected characteristics or protected activities. Protected characteristics include race, color, sex, religion, pregnancy condition, national origin, age (40 and over), sexual orientation, gender identity and/or expression, veteran's status, marital status, qualified disability, genetic information (which includes family medical history) or any characteristic protected by law. Protected activities include, for example, the good faith filing of a claim with the Equal Employment Opportunity Commission or another governmental entity.

Examples of prohibited conduct when based on a protected characteristic or a protected activity include, but are not limited to, the following:

- Denying equal employment opportunities.
- Making, transmitting, intentionally accessing, displaying or circulating offensive or derogatory statements, comments, jokes, slurs, gestures, pictures, e-mails or links.
- Creating an offensive, hostile or intimidating working environment.
- Engaging in unwelcome flirtation, sexual advances, requests for sexual favors, propositions, touching and other verbal or physical conduct of a sexual nature.

The Company's policy is intended to extend further than the law in order to maintain a work environment that is inclusive and recognizes the dignity and worth of each individual. It prohibits behavior that, if left unchecked, could become unlawful or undermine a sufficiently productive work environment. Examples of such behavior include intimidation, coercion and bullying, regardless of whether such conduct is unlawful or based on a protected characteristic or protected activity. [Please refer to the Discrimination and Harassment Prevention Policy for details.](#)

12. Bribes and Kickbacks

We must never give, offer, authorize, promise, or ask for any form of bribe or kickback. Similarly, employees, agents and suppliers should never ask for bribes and kickbacks from a Company customer, agent or supplier.

13. Government Investigations and Interactions

The Company is committed to cooperating appropriately with government agencies conducting inspections of company property or investigations or audits of company activities. The company must provide complete and accurate information and protect its legal rights. It is the Company's policy that all subpoenas, search warrants, civil investigative demands, written complaints and requests for documents directed to the Company, as well as all requests that the Company submit to investigative interviews, be referred to the Entergy Legal department

for review and response. This Code does not restrict the right of an employee, agent or contractor to contact or provide information to any governmental agency on his or her own behalf or the behalf of others.

14. Political Contributions

All of us are encouraged to be involved in the political process and may contribute to the cause or candidate of our choice. But we must do so using our own time, money and resources. Laws prohibit the company from directly supporting political parties and campaigns. Other laws allow the Company to make contributions to certain federal, state or local political associations or organizations (not parties and campaigns), but only after the Entergy General Counsel and executive management have reviewed and approved those contributions.

15. Gifts and Entertainment (Business Courtesies)

Business courtesies are gifts or favors given or received in the course of a business relationship, such as a business relationship with a customer, supplier or contractor. While business courtesies may help build business connections and generate goodwill, they can also create conflicts of interest.

Neither an employee, nor a member of the employee's family, may accept anything from an existing or potential supplier, customer or contractor of the Company that could be construed as an attempt to influence the employee's business judgment. Employees must decline any business courtesies that could give the appearance of granting an unfair advantage or doing anything that is unethical, unlawful or against Entergy policies.

As employees, we may never request a business courtesy and NEVER accept cash or cash equivalents. We may accept articles of nominal value (\$200 or less) on an infrequent basis, such as occasional meals or entertainment provided by an existing or potential customer or supplier. However, even such nominal items cannot be accepted if they are an attempt to get us to grant an unfair advantage or to motivate us to do anything that is unethical or unlawful. Otherwise, an employee may accept a business courtesy only if it is allowed by the [Business Courtesies Policy](#) and if a request for a conflict of interest determination is made that results in a finding (by an officer) that the business courtesy is acceptable (that is, it does not create a conflict of interest).

When in a position to offer gifts and entertainment to customers or vendors, use common sense and good judgment. Do not create circumstances that are inappropriate or give the appearance of impropriety. Also, do not provide business courtesies that are illegal, that violate the rules of the recipient's organization or that are offered for something in return.

[Consult the Political Activity-Contributions, Lobbying and Elective Office Policy for requirements related to](#) providing any business courtesy to any government official.

16. Reporting Violations

All of us who work for the Company must remain alert to possible violations of law or Entergy policies. If we become aware of such a violation, we have a duty to report it, even if reporting it seems like a difficult thing to do. Reporting violations takes courage but, in the end, it helps our employees, our customers, our shareholders – everyone who has an interest in the Company's success. Employees, agents and contractors must report known, suspected or potential violations of law or Entergy policies pursuant to the [Reporting Violations Policy](#) found at myEntergy > Policies & Forms > System Policies > Reporting Violations.

17. The Entergy Ethics Line

The Ethics Line is staffed 24 hours per day by an outside company to better maintain confidentiality. Two ways to contact the Ethics Line are available to Entergy employees and representatives—via phone (1-888-257-ETHIC or 1-888-257- 3844) and by using a secure website that has the same level of confidentiality. The link to the Entergy Ethics Line website is <https://www.compliance-helpline.com/entergyethicsline.jsp>. It is accessible from any computer with access to the Internet. The link is also found at myEntergy > Help Desk > How Do I... > Report an ethical concern.

A person contacting the Ethics Line does not have to identify himself or herself, but please understand that anonymity might make it harder to investigate or resolve a concern. Once a concern has been submitted, a case number and a personal identification number are provided for follow-up.

All matters reported to the Entergy Ethics Line will be appropriately investigated. Entergy recognizes that a key deterrent to unethical and unlawful behavior is an effective reporting system that allows employees to report their concerns without fear of reprisal and ensures appropriate and timely follow-up.

18. Zero Tolerance for Retaliation

The Company does not tolerate retaliation and will take appropriate action to correct any known retaliation. This may include disciplinary action against the retaliator.

Company policy requires an employee to contact the Ethics Line if the employee feels that she or he is being retaliated against for making a good-faith report based on reasonable belief of wrongdoing or participating in an investigation of a complaint.

Any employee who feels she or he is being retaliated against for making a good-faith complaint or report, based on reasonable belief of a violation of the law, the Code of Entegrity or a system policy must immediately contact the Ethics Line at 1-888-257-3844 or <https://www.compliance-helpline.com/entergyethicsline.jsp>. The Company cannot remedy

the situation if it is not reported.

Sometimes a report of a violation turns out to be wrong—there was no violation. But this must not prevent us from making a good-faith report. If we have reasonable belief that a violation has occurred, Entergy policy prohibits us from being disciplined for raising the concern.

19. Failure to Comply; Compliance Procedures

Company Representatives who are employees should read this Code in conjunction with the Entergy Code of Entegrity and any other applicable Entergy codes or policies. A failure by any Company Representative to comply with the laws or regulations governing the Company's business, this Code or any other applicable Company policy or requirement may result in disciplinary action and, if warranted, legal proceedings.

No code or policy can anticipate every situation that may arise. Accordingly, this Code is intended to serve as a source of guiding principles. Company Representatives should report any known, suspected or potential violations of any such laws or regulations or this Code according to the procedures provided in the Company's Code of Entegrity and other applicable Company policies.

This Code does not create any employment contract or any other contractual obligation between an employee and the Company. This Code is not intended to, and shall not be construed to, interfere with or restrict any rights provided by law, including those afforded under the National Labor Relations Act. Nothing in this policy will be construed to limit an employee's right to speak with others regarding wages and other terms and conditions of employment or to exercise any other legally protected right. Employees should read this Code in conjunction with the Company's Code of Entegrity and any other applicable code of conduct of the Company.

May 22, 2019