

# Supplier Code of Conduct

## Introduction

Idaho Power Company's (IPC) *Supplier Code of Conduct* is in addition to the company's *Code of Business Conduct* and other standards and policies that can be found on IPC's webpage. This *Supplier Code of Conduct* applies directly to all suppliers and vendors of IPC.

## Health and Safety

Safety is a core value at IPC. IPC is committed to the safety of its employees, customers, suppliers, and the communities in which IPC operates. Suppliers shall provide a safe and healthy working environment by exercising good judgment in work decisions; applying safe work practices; complying with all federal, state, and local safety and other laws and regulations; and adhering to the industry standards with respect to safety and occupational health practices.

## Legal and Regulatory

Suppliers and their agents shall conduct business activities in compliance with all applicable federal, state, and local laws and regulations, including, without limitation, those prohibiting bribery, kickbacks, unfair pricing, unfair marketing, misrepresentation of products or services, corruption, and other unethical business practices. Suppliers must also fully comply with all applicable laws and regulations, including, without limitation, those associated with data security, the environment, human rights, labor, antitrust, fair trade, fair competition, anti-boycott and trade embargoes, anti-corruption (including the *Foreign Corrupt Practices Act*), and all securities laws and regulations (including insider trading).

## Environmental Protection and Sustainability

IPC expects suppliers to do business in an environmentally sound manner for the benefit of IPC's employees, customers, and the diverse communities and environments in which IPC operates and provides service. IPC suppliers shall know, understand, and comply with the letter and the spirit of all federal, state, and local environmental laws, regulations, and rules. Suppliers shall conduct their operations in an environmentally responsible manner.

## Conflicts of Interest

Conflicts of interest arise when loyalties are divided between obligations to IPC and a supplier's own interests. The best way to avoid actual or perceived conflicts of interest is to provide full written disclosure (to an IPC Supply Chain manager or the business conduct advisor) of a potential situation before the conflict occurs. Suppliers shall provide written disclosure of any situation that creates, or appears to create, a conflict of interest prior to entering into any business transaction with IPC. If a potential conflict arises during the business transaction, the supplier must promptly disclose the potential or perceived conflict in writing after it becomes known.

## Business Records

Accurate records are critical to IPC meeting its legal, financial, and regulatory obligations. A supplier's operational and accounting records in connection with creating, maintaining, and disposing of records reflecting their business dealings with IPC must be accurate and in compliance with all applicable laws and regulations. Suppliers are responsible for safeguarding confidential documents and adhering to the terms of confidentiality agreements with regard to handling of business records. In some cases, business records may need to be returned to IPC.

## Human Rights and Labor Practices

IPC suppliers shall treat their employees with dignity, respect, and fairness and shall provide a safe and healthy working environment. All IPC suppliers shall comply with all applicable federal, state, and local labor and employment laws, including, but not limited to, those associated with equal employment opportunity and non-discrimination, immigration, child labor, forced or compulsory labor, working hours, wages and benefits, freedom of association, health and safety, and a harassment-free work environment.

## Company Resources

Suppliers shall safeguard IPC resources and use them responsibly and only for legitimate business purposes. IPC resources include, without limitation, company facilities, equipment, systems, technology assets, information, electrical power, and office and field supplies. Suppliers shall not use, reproduce, access, modify, download, distribute, or otherwise copy IPC's name, logo, trademarks, or other intellectual property without the express written consent of IPC. Suppliers and their employees are also prohibited from using IPC resources or facilities to solicit or distribute information or materials not connected with regular IPC work.

Any information provided to suppliers by IPC, including employee and customer information, shall be maintained in compliance with, among other things, applicable laws and regulations, and the supplier's agreement with IPC.

Confidential information shall be shared only within the supplier's organization on a need-to-know basis, as permitted by law, and in accordance with the supplier's agreement with IPC. Suppliers shall not share IPC's confidential information with third parties without the express written permission of IPC.

## **Business Gifts and Courtesies**

Whenever a gift or entertainment is offered in the context of a business relationship, there is a risk that it may influence, or appear to influence, a business decision. Exchanging modest gifts and courtesies may be acceptable under certain conditions, but it is never required for doing business with IPC. Suppliers shall never offer or provide personal incentives or rewards for doing business with IPC employees to influence a business decision. Providing cash or a cash equivalent of any kind to an IPC employee is strictly prohibited.

## **Questions or Concerns**

It is the responsibility of the supplier to ensure their representatives who deal with IPC understand and comply with this *Supplier Code of Conduct* and report any instances of non-compliance. If preferred, reports may be submitted anonymously. You may make inquiries or reports to IPC's business conduct manager at 208-388-6401, or to the Business Conduct Hotline at 1-877-606-9186.