

## Executive Code of Conduct for the Tennessee Valley Authority

### I. General Principle

TVA Executives will hold themselves, and each other, to the highest standards of integrity, honesty, and ethical conduct.

### II. Policy Applicable to All TVA Employees

TVA Executives will comply with all conflict of interest laws, regulations, and policies that govern their business and personal conduct, including, but not limited to, general federal conflict of interest statute (18 U.S.C. Section 208) and the Standards of Ethical Conduct for Employees of the Executive Branch (5 C.F.R. Part 2635). The term Executives is defined as all members of management in the Officer/Executive (OE) pay band as well as generating plant managers.

### III. Additional Guiding Principles Applicable to TVA Executives

In addition to the TVA Code of Conduct, laws, and policies applicable to all TVA employees, TVA Executives will also follow these guiding principles:

1. Exhibit the highest standards of personal and professional integrity, honesty, and ethical conduct at all times. Behavior that could reasonably be perceived as improper must be avoided.
2. Foster a culture of honesty, integrity, and ethical and law-abiding behavior among other Executives and employees.
3. Take all reasonable measures to achieve responsible use of and control over TVA's assets and resources. All assets and resources are to be used for legitimate business purposes.
4. Provide constituents with information that is accurate, complete, objective, relevant, timely, and understandable. Assure full, fair, accurate, timely, and understandable disclosure in all filings with regulatory agencies and other public communications.
5. Recognize confidential information received while carrying out official duties remains the property of TVA. It is improper to disclose the information or allow it to be disclosed, unless proper authorization by TVA has been given.
6. Avoid conflicts of interest and disclose to the Designated Agency Ethics Official (DAEO) any material transaction or relationship that reasonably could be expected to give rise to such a conflict.
7. Report negotiation or any agreement for future employment or compensation to the DAEO within three business days after commencement of such negotiation or agreement and file a notification regarding recusal whenever there is a conflict of interest or appearance of a conflict of interest with respect to the non-federal entity identified in the notification.
8. Refrain from hiring a relative, as defined by 5 U.S.C. Section 3110, in any capacity, whether as a TVA employee or contractor, anywhere in the Executive's organization. Executives will not permit the employment of relatives by a contractor if the relative will work in the Executive's organization.
9. Act impartially and avoid situations in which an employee or contractor reasonably could be perceived as receiving preferential treatment due to any non-work related relationship with an Executive.
10. Report promptly and in good faith any actual or suspected violation by an Executive or employee of TVA's Code of Conduct, Executive Code of Conduct, approved policies, laws, and regulations to the Designated Agency Ethics Official.
11. Ensure employees understand their affirmative duty to report actual or suspected violations of laws or ethics requirements and the procedures and mechanisms available to them for reporting.
12. Maintain a workplace environment that prevents retaliation or reprisals against an employee who in good faith reports actual or suspected violations of law or ethics requirements. Retaliation against employees who report perceived violations and/or who participate in investigations as witnesses or in other capacities violates the law and TVA's policies on whistleblowers, expressing

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differing views and cooperating with the Office of the Inspector General. Such retaliation is prohibited and will not be tolerated.

IV. Implementation

TVA Executives are accountable for full compliance with this Code of Conduct. Sanctions for breach of this code shall be determined by the Executive's immediate supervisor in consultation with the Designated Agency Ethics Official, Office of the General Counsel, and/or Human Resources. Sanctions may include disciplinary action up to and including termination.

V. Personal Commitment

I acknowledge that I have received and read TVA's Executive Code of Conduct and understand my obligations as an employee to comply with the Code of Ethics.

I understand that my agreement to comply with the Code of Conduct does not constitute a contract of employment.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_