



TENNESSEE  
VALLEY  
AUTHORITY

# Generating Trusted Relationships

Supplier Code of Conduct





# The Power of Partnership

TVA was created and has continued to build on a clear mission to benefit the public good. Our long-standing mission drives and inspires us daily to pursue new ideas and innovative solutions that improve our service to the 10 million people across seven states we are privileged to serve. We accomplish this by delivering **Energy** – low-cost, reliable, and clean energy; **Environmental Stewardship** – protecting and preserving public lands, water; **Economic Development** – attracting investment and jobs.

Strong partnerships are at the heart of our ability to deliver for the communities and people of this region. These partnerships strengthen mutual accountability and trust. And that trust requires that we exhibit integrity in our words and deeds.

While business results are important, it's how those results are achieved that matters. TVA's Core Values – Safety, Service, Integrity, and Inclusion are fundamental principles that guide our actions, behaviors and decisions.

TVA is entrusted with use of public resources to perform its mission and must conduct its activities with the highest levels of integrity to maintain public confidence. It is our expectation that TVA suppliers share this same commitment.

TVA's Supplier Code of Conduct applies to all individuals and organizations that supply services or materials to TVA, including managed task contractors, consultants, staff augmentation contractors, and vendors, and their employees, agents and subcontractors. Suppliers are expected to educate all of their representatives involved in business with TVA to ensure they understand and comply with TVA's Supplier Code of Conduct.

TVA's suppliers are expected to conduct all of their business with TVA consistent with the general principles of integrity and maintaining the public trust as stated above, and in accordance with guidance provided in the Supplier Code of Conduct.

Should you encounter a situation that is ethically thorny, or you are unclear on how to proceed, help is available. Read the advice in these pages, seek counsel from your TVA Contracting Officer, or from TVA's Ethics & Compliance Office ([ethicsandcompliance@tva.com](mailto:ethicsandcompliance@tva.com)).

We follow the Code because it makes our business and people better. Please join us in living and working by the Code. It is foundational to TVA's mission of service.

Our collective success depends on each of us living up to these standards. We commit to you that we will do so.

Jeff Lyash  
President & CEO

Laura Campbell  
Vice President, Supply Chain



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# Why It Matters





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# TVA Mission and Values

Our focus on sustainability strengthens our ability to safely provide reliable, low-cost and increasingly cleaner energy; to engage in proactive stewardship of the Tennessee River system and natural resources; and to support sustainable economic growth. TVA's mission has remained constant since our inception and focuses on three key areas:

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## Energy

We deliver safe, low-cost reliable power.

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## Environment

We provide responsible stewardship by caring for the region's natural resources.

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## Economic Development

We create sustainable economic growth.

**TVA's Values are the principles and behaviors that guide our daily actions, choices and priorities.**



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## Safety

We are uncompromising in our commitment to the safety and wellbeing of our teammates and the communities we serve.



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## Integrity

We are honest and straightforward, always doing the right thing with integrity.



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## Inclusion

We treat everyone with dignity and respect, emphasizing inclusion by welcoming each person's individuality so we can reach our potential.



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## Service

We are proud to be of service in the communities in which we live, work and play.

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# Generating Trusted Relationships

TVA exists to serve the needs of the people of the Tennessee Valley. We do this by focusing on three key areas: energy, environment and economic development. At its inception, TVA was formed by Congress to serve the Valley in a unique way: to operate one of the nation's largest electric power systems as a federal agency. Earning and maintaining our stakeholders' trust is at the heart of how we fulfill our mission each and every day. That is why we gave the TVA Supplier Code of Conduct ("Supplier Code") the name "Generating Trusted Relationships."

The Supplier Code is intended to inspire, guide and enable TVA's and its Suppliers' best performance —individually and collectively. It promotes ethical decision-making and conduct. The Supplier Code sets forth the standards of how we do business together.

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# Who Does the Supplier Code Apply To?

The Supplier Code applies to all TVA contractors, vendors and suppliers (“Suppliers”), including those providing materials, products, equipment, people or services to TVA as well as their personnel, subcontractors and sub-tier suppliers. It is consistent with the standards we have set for ourselves as outlined in the TVA Code of Conduct.

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# Compliance with the Supplier Code and Applicable Laws

As a TVA Supplier, you are expected to comply with the Supplier Code as well as all applicable laws, regulations, rules and directives. TVA may choose not to do business with any supplier who does not uphold the Supplier Code.

Suppliers are expected to hold themselves accountable to the highest standards of conduct. Compliance with the Supplier Code is subject to audit or inspection by TVA.



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# The Importance of Speaking Up and Seeking Help

When you speak up to share ideas, you inspire and innovate, driving excellence at TVA. When you seek help to do the right thing and report improper actions, we can address problems and quickly correct them, which in turn strengthens TVA's ethical culture.

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## Seeking Advice

You must seek advice when you are unsure about the right thing to do. We can help you understand TVA's perspective and expectations. For guidance, contact:

- Your TVA Supply Chain Contracting Officer, or;
- TVA Ethics & Compliance Office by phone at (865) 632-3199 or by email at [ethicsandcompliance@tva.gov](mailto:ethicsandcompliance@tva.gov)

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## Resources for Asking Questions, Raising Concerns or Reporting Violations

You are empowered and have the responsibility to speak up promptly about any activity or questionable behavior that may violate the Supplier Code or any applicable laws, regulations, rules or directives. Reports should be made by contacting:

- The applicable TVA Supply Chain Contracting Officer, or;
- TVA Ethics & Compliance Office at (865) 632-3199 or by email at [ethicsandcompliance@tva.gov](mailto:ethicsandcompliance@tva.gov)

Suppliers may contact the Office of the Inspector General ("OIG") to report suspected wrongdoing, fraud, waste or abuse affecting TVA programs or operations at the OIG EMPOWERLINE (1-855-882-8585 or [www.OIGempowerline.com](http://www.OIGempowerline.com)). You may report information anonymously, openly or confidentially.

The OIG is independent of TVA management and reports directly to Congress and TVA's Board of Directors.

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## Nuclear Concerns

If you support TVA nuclear functions, the Nuclear Employee Concerns Program ("ECP") provides a confidential, alternate avenue for expression of concerns and differing opinions. ECP is available when resolution through line management and corrective action processes are not sufficient or when a need to maintain confidentiality exists. It is also available to assist you with referrals to other avenues for resolution when appropriate. ECP representatives are available at each nuclear site and at TVA's corporate office. For more information, contact:

- Email: [empconcerns@tva.gov](mailto:empconcerns@tva.gov)
- Phone: 1-865-632-8500



# No Fear

TVA prohibits retaliation against anyone who reports a compliance concern in good faith. Carrying out retaliation in any form—threats, harassment, intimidation, violence, reassignment, demotion or firing—has no place at TVA. We expect our Suppliers to provide their employees with processes by which they can confidentially report ethics and compliance concerns without fear of reprisal.

Congress enacted the Notification and Federal Employee Antidiscrimination and Retaliation Act of 2002, which is known as the No FEAR Act. As a Supplier for TVA, you are covered by the No FEAR Act and are encouraged to raise concerns without fear of retaliation.

If you believe you have been subjected to retaliation because of speaking up or participating in an investigation, you should immediately contact the TVA Ethics & Compliance Office by phone at (865) 632-3199 or by email at [ethicsandcompliance@tva.gov](mailto:ethicsandcompliance@tva.gov).

You may also report information anonymously, openly or confidentially to the OIG as it is independent of TVA management oversight. Contact the OIG EMPOWERLINE at 1-855-882-8585 or [www.OIGempowerline.com](http://www.OIGempowerline.com).





**Generating Trusted Relationships  
to Drive Collaboration**



# Keeping Everyone Safe

TVA puts safety on the job and in our communities before anything else.



## Safety

We are uncompromising in our commitment to the safety and wellbeing of our teammates and the communities we serve.

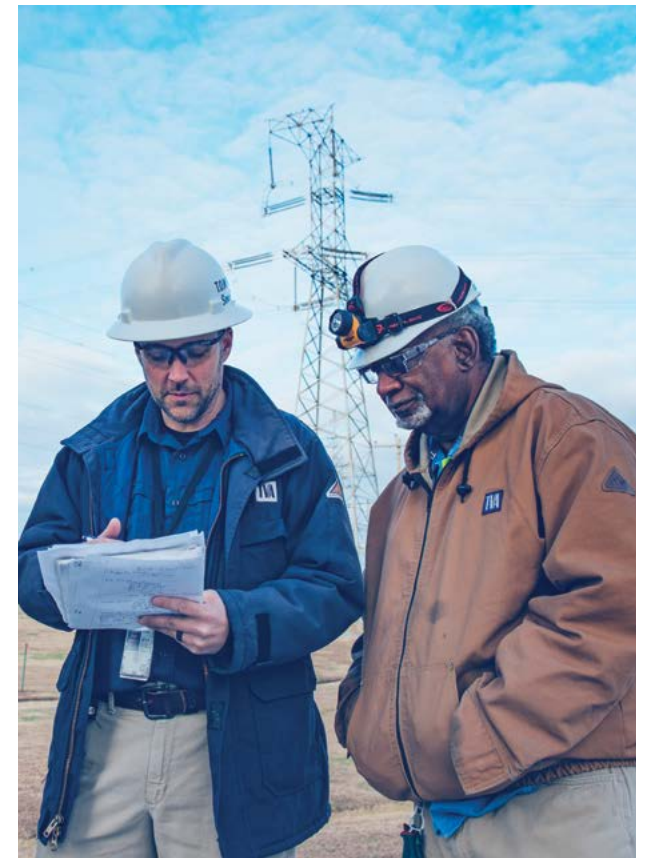
### Why It's Important

You must take responsibility for safety in the workplace. This includes staying alert for any environmental, health or safety issues that could pose risks beyond your immediate work area or facility. Thinking about safety first helps TVA protect and preserve the trust of the communities we serve.

### How We Generate Trusted Relationships

Keeping everyone safe means:

- Submitting required safety plans and documents to identify and mitigate safety and health hazards that could affect workers
- Developing and following procedures to prevent accidents while doing work for TVA
- Always wearing personal protective equipment ("PPE") when required and following all TVA safety protocols and procedures
- Ensuring any required safety training and pre-job safety briefings have been completed prior to beginning work activities
- Being alert to prevent occupational injuries, illnesses and incidents
- Stopping work that you reasonably believe is unsafe and immediately reporting unhealthy or unsafe conditions or behaviors, accidents and near misses
- Refraining from reporting to work under the influence of alcohol, drugs or any other substance that could impair your ability to do your job or jeopardize your safety and/or the safety of others
- Prohibiting illegal drugs, alcohol, weapons, harassment or violence in the workplace
- Leveraging the following Vital Behaviors for a Safer Working Environment:
  - Identify hazards before every task
  - Take actions to remove hazards & reduce risk
  - Protect yourself & others; intervene when necessary
  - Take pride in safety & be involved





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# Protecting Confidential Information and Personal Information

TVA and our Suppliers safeguard confidential, personal, and protected information.

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## Why It's Important and How We Generate Trusted Relationships

Suppliers must take care to safeguard and protect confidential information, personally identifiable information ("PII"), Restricted PII and Personal Health Information ("PHI") against unauthorized disclosure, compromise, loss and misuse. You should protect this information in accordance with applicable laws and regulations and take precautions to protect TVA information that is at least as restrictive as those you use to protect your own information.





# Generating Trusted Relationships to Protect What Matters





# Avoiding Conflicts of Interest

TVA and our Suppliers avoid conflicts of interest to maintain integrity and the public's trust.

## Why It's Important

It is imperative that you avoid and disclose actual and potential conflicts of interest. Your business relationship with TVA requires that you make an active effort to avoid even the appearance of a conflict of interest between yourself and TVA. A conflict of interest can exist whenever your financial or other interests, activities or prior contract work or relationships affect your ability to act in TVA's best interest.

For further guidance on conflicts of interest, contact the TVA Ethics & Compliance Office at (865) 632-3199 or by email at [ethicsandcompliance@tva.gov](mailto:ethicsandcompliance@tva.gov).

## How We Generate Trusted Relationships

Avoiding conflicts of interest means:

- Disclosing actual or potential conflicts consistent with contractual requirements and TVA policy
- Appropriately mitigating or eliminating conflicts of interest as required by TVA
- Avoiding being influenced by the prospect of financial gain for yourself, your friends or relatives
- Obtaining TVA business and building relationships based on trust and mutual value—never through inappropriate gifts or hospitality

## Conflicts of Interest Between Suppliers & Employees

Generally, TVA employees may not directly nor indirectly participate in contracts, claims, audits or other TVA matters affecting the financial interests of an outside organization or its representatives with which the TVA employee is linked.

We expect Suppliers to act in accordance with the following:

- Not offering, encouraging or soliciting a TVA employee to purchase securities of your organization; TVA employees may on their own purchase such securities through diversified mutual funds or purchase publicly traded stocks or bonds
- Prohibiting TVA employees from serving as a director, officer, general partner, trustee or employee of your entities or organizations unless TVA management approves of the participation
- Disallowing the participation of a TVA employee in business dealings with your entities or organizations, especially to affect the financial interests of the TVA employee's immediate family

## Organizational Conflicts of Interest

Organizational conflicts of interest may arise when you are competing against others to work with TVA or while performing work for TVA.

Avoiding organizational conflicts of interest means:

- Disclosing organizational conflicts of interest to the applicable Supply Chain Contracting Officer
- If requested, submitting a mitigation plan to TVA for approval and if approved, following the requirements of the plan
- Avoiding proposal submissions for a TVA contract when you have improperly or significantly influenced the ground rules of such project or contract through prior work with TVA (e.g., drafting a specification that only you can reasonably meet)
- Never using nonpublic information that may give you an unfair competitive advantage
- Providing fair and objective advice to TVA



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# Giving and Receiving Gifts

TVA builds and strengthens business relationships based on trust and mutual values, never through inappropriate gifts or hospitality.

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## Why It's Important

TVA's success relies on the value of the service we provide to the people of the Valley, the integrity and honesty of our people, and the strength of our reputation. Strong personal and professional relationships with our customers and Suppliers are critical to that success. In certain settings not involving TVA it may be customary to give or accept business courtesies, such as modest gifts and reasonable hospitality. However, as a government agency, special rules apply to TVA regarding giving and receiving gifts. Suppliers also must comply with applicable laws, rules, regulations, directives and TVA requirements regarding gifts.

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## How We Generate Trusted Relationships

Complying with TVA requirements regarding giving and receiving gifts means:

- Not providing a gift, entertainment, gratuity or anything of value that is prohibited by the Standards of Ethical Conduct for Employees of the Executive Branch
- Not donating to any person or organization on behalf of TVA
- Competing on the merits of your products and services and not exchanging business courtesies to gain a competitive advantage



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# Keeping Accurate Books and Records

TVA maintains the integrity and accuracy of books and records, which helps us to operate effectively and provide timely and truthful information to those who rely on it.



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## Why It's Important and How We Generate Trusted Relationships

Our Suppliers play a role in upholding TVA's commitment to accurate record keeping and financial integrity. Proper recordkeeping allows us to make sound business decisions based on the right information. Complete, accurate and up to date records protect our reputation for integrity and generate trust with TVA's stakeholders who count on us to be truthful.

Suppliers must create, maintain, retain and dispose of books and records to honestly and accurately represent their relationship and transactions with TVA. Books and records should conform to generally acceptable accounting standards. You should promptly correct any inaccurate or incorrect records provided to TVA.

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# Safeguarding TVA's Assets

TVA protects its reputation and other assets and uses them responsibly. TVA safeguards its property from misuse, compromise, misappropriation, destruction and loss. TVA also respects the property rights of others as we would want them to respect ours.



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## Why It's Important and How We Generate Trusted Relationships

Suppliers are expected to safeguard and protect TVA's assets. This includes avoiding the loss, damage, destruction, theft, compromise or unauthorized use of TVA's assets and the assets of others.

TVA's assets include tangible and intangible items. Tangible assets include items such as technology, devices, materials, tools, machinery, vehicles, equipment, office equipment and supplies and facilities. Intangible assets include items such as TVA's reputation, ideas, inventions and intellectual property.



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# Protecting Information Systems and Networks

TVA protects its technology systems and networks from unauthorized access, compromise and misuse.

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## Why It's Important

Suppliers must take care to maintain the security and integrity of TVA's technology systems and networks. It also means adequately addressing the security and integrity of your own systems, including the detection and prevention of harmful code or other threats, so as to not compromise TVA's systems and networks. Any compromise or unauthorized access or use of TVA's systems and networks could harm the public's trust in our operations.

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## How We Generate Trusted Relationships

Protecting Information Systems and Networks means:

- Maintaining a cybersecurity program designed to prevent unauthorized access to your technology systems and networks and TVA's technology systems and networks
- Implementing controls to mitigate cybersecurity supply chain risks including:
  - Having processes to notify TVA of any security incident and coordinating any required response
  - Verifying your software integrity and authenticity and coordinating remote access controls
- Promptly patching and addressing known and suspected vulnerabilities
- Not bypassing security measures or sharing account credentials or passwords or downloading any software on any device containing or accessing TVA data that is not licensed, trusted, illegal or prohibited
- Cooperating with TVA to address cybersecurity risks and threats



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# Communicating with One Voice

TVA strengthens our brand and stakeholder relationships through clear, truthful and consistent communications.

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## Why It's Important

TVA's stakeholders deserve clear, complete and consistent communications about TVA. Only Suppliers who are specifically trained and authorized to do so should represent TVA to the public or the media. By speaking with one voice, TVA reinforces our brand and maintains our reputation.

## How We Generate Trusted Relationships

Communicating with One Voice means:

- Being courteous and professional in all your communications
- Politely declining to provide details you are not authorized to disclose
- Not claiming or implying any endorsement by TVA or TVA employees
- Communicating on behalf of TVA only when specifically authorized by TVA Communications
- Referencing supplier's involvement, contract or work with TVA with the media, the public or on any social media platforms (company or personal) only with approval from TVA Communications

For further guidance, contact your applicable TVA Supply Chain Contracting Officer.







# Generating Trusted Relationships to Excel in the Marketplace





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# Competing Fairly for TVA's Business

TVA is committed to fair competition that is conducted with integrity.

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## Why It's Important

TVA's success depends on conducting our business honestly and fairly. Fair competition helps support the Valley and it's the right thing to do for our customers and community. To compete for work with TVA, our Suppliers must act with integrity.

## How We Generate Trusted Relationships

Competing fairly means:

- Taking necessary steps to avoid obtaining and using a competitor's confidential or proprietary information for your own benefit
- Not inappropriately limiting competition or taking other actions that violate applicable anti-trust laws
- Avoiding disparaging competitors – TVA's and yours – which includes making inaccurate statements about their products or services



# Conducting Business with Integrity

Our Suppliers must never compromise their integrity.

## Why It's Important

You should conduct business fairly and on the merits of what you offer – whether it be price, superior service, value or something else. Integrity requires you to conduct business with honesty and responsibility. This includes taking accountability and compliance seriously. Bribes, kickbacks and any other kind of corruption, whether involving other suppliers, commercial partners or government agents or officials, are unethical and violate TVA's values. They are also illegal.

## How We Generate Trusted Relationships

Conducting business with integrity means:

- Ensuring your product and service claims regarding quality, features and availability are accurate and current
- Verifying management systems are in place to support compliance with laws, rules, regulations, directives and the expectations addressed in this Supplier Code commensurate with the size and nature of your business
- Implementing your own written ethical code of conduct that is consistent with this Supplier Code
- Prohibiting any illegal payments to or receiving any illegal payments from any customer, supplier, their agents, representatives or others
- Prohibiting the receipt, payment and/or promise of monies or anything of value, directly or indirectly, intended to exert undue influence or improper advantage, even in locations where such activities may not violate local law
- Removing yourself from any conversation that a reasonable member of the public could perceive as TVA exercising its business judgment without integrity, indicating your reason for doing so and immediately reporting the matter to TVA by contacting:
  - Your TVA Supply Chain Contracting Officer, or;
  - TVA Ethics & Compliance Office at (865) 632-3199 or by email at [ethicsandcompliance@tva.gov](mailto:ethicsandcompliance@tva.gov)

Suppliers may also contact the OIG to report suspected wrongdoing, fraud, waste or abuse affecting TVA programs or operations at the OIG EMPOWERLINE (1-855-882-8585 or [www.OIGempowerline.com](http://www.OIGempowerline.com)); you may report information anonymously, openly or confidentially.



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# Selecting and Collaborating with Suppliers

TVA seeks Suppliers that share our values.

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## Why It's Important

TVA is committed to seeking out Suppliers who can help us achieve our goals by working collaboratively to provide expertise, resources, efficiency and innovation. Suppliers are an extension of our culture, so we expect you to share our commitment to integrity and safety and our passion for making a positive impact in the Valley.

## How We Generate Trusted Relationships

Selecting and collaborating with Suppliers means:

- Seeking to best meet TVA's needs, sharing our values and negotiating with us in good faith
- Adhering to clear performance measures such as quality, price, service, reliability and availability
- Monitoring your performance on an ongoing basis to ensure consistency with and adherence to legal and contractual requirements





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# Following International Trade Laws

TVA is committed to protecting national security and compliance with export control laws.



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## Why It's Important

International trade laws advance security protections and ethical practices and minimize risks associated with doing business with another country. Export controls restrictions keep our technology and know-how from being used by other countries to obtain a competitive advantage or do harm to the United States.

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## How We Generate Trusted Relationships

Following international trade laws means:

- Ensuring your business practices are in accordance with all applicable laws, rules, regulations, directives and trade agreements governing the import and export of parts, components and technical data including Export Administration Regulations (“EAR”), International Traffic In Arms Regulations (“ITAR”) and 10 C.F.R. Part 810 regulations
- Complying with regulations and orders administered by the Office of Foreign Asset Control of the U.S. Treasury Department’s Office that impose economic and trade sanctions on certain countries and individuals deemed to be a threat to the United States’ national security, foreign policy or economy

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# Protecting the Environment

TVA provides responsible environmental stewardship by caring for the region's natural resources for both today's community members and for future generations.

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## Why It's Important

TVA expects our Suppliers to share our commitment to protect the environment and be a good steward of natural resources. This means our Suppliers should be committed to sustainability and continuous improvement, proactive stewardship in managing natural resources and maintaining compliance with all applicable environmental laws, rules and regulations. You are encouraged to develop your own sustainability policies and goals.

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## How We Generate Trusted Relationships

Protecting the environment means:

- Conducting your operational and business functions while striving to reduce waste and increase recycling and purchasing sustainable products
- Proactively managing environmental risks and hazards
- Obtaining and keeping current applicable environmental permits, regulatory approvals and registrations
- Notifying TVA immediately of any releases or spills of hazardous materials or occurrences that violate applicable laws or environmental permits
- Making efforts to proactively protect, restore and preserve biodiversity and related habitats in accordance with applicable laws



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# Respecting and Protecting Human Rights

TVA is committed to protecting our communities and engaging others to promote satisfactory working conditions.



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## Why It's Important and How We Generate Trusted Relationships

TVA's prominence as a leader in the Valley extends to our Supplier relationships. Suppliers are expected to strive to eliminate forced labor and other exploitive practices occurring in your global supply chains.

TVA expects its Suppliers to ensure that forced labor is not used in the performance of work. You are expected to adhere to laws, regulations, rules and directives prohibiting human trafficking in all countries in which you operate. TVA expects Suppliers to address any human rights impacts in their operations, educate employees on prohibited trafficking activities and discipline employees found in violation.



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# Engaging in the Political Process

TVA respects each other's differing voices. As a Supplier, you should respectfully engage in the political process on your time outside of doing business with TVA.

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## Why It's Important

TVA encourages active participation in civic affairs in your communities. It is TVA's policy that neither employees nor Suppliers may engage in political activity while on duty for TVA, while discharging duties for TVA on federal property, while wearing TVA uniforms or clothing with a TVA insignia or while using any TVA-owned or leased vehicle. Political activity is directed at the success or failure of a political party, candidate for partisan political office or partisan political group.



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## How We Generate Trusted Relationships

Engaging in the political process means:

- Not engaging in political activity while:
  - On duty or doing business as a Supplier for TVA, including telework
  - In a federal room or building
  - Wearing an official uniform or official insignia identifying the federal office or title of position except when registering and voting
  - Using a TVA owned or leased vehicle
- Respecting the different political views that TVA employees, other Suppliers and customers may have
- Disclosing potential violations to TVA's Office of the Inspector General, the United States Office of Special Counsel ("OSC") or TVA's Ethics & Compliance Office when you suspect potential political activity violations:
  - Via OIG EMPOWERLINE: 1-855-882-8585 or [www.OIGempowerline.com](http://www.OIGempowerline.com)
  - Via OSC website: visit [osc.gov](http://osc.gov) to [file a Form 14 disclosure](#)
  - Via TVA Ethics & Compliance Office email: [ethicsandcompliance@tva.gov](mailto:ethicsandcompliance@tva.gov)

