



## **Contractor and Sub-contractor Safety Agreement**

The criteria listed herein cover the requirements for safety work procedures and safety rule compliance by contractors and sub-contractors of Green Mountain Power Corporation (GMP). All contractors and sub-contractors shall conform to these rules while working for GMP. Some safety requirements will exceed the OSHA minimum requirements and will take precedence over OSHA standards. If the safety rules of the contractor or sub-contractor exceed the requirements of GMP, those rules will take precedence.

Green Mountain Power Corporation requires all contractors or sub-contractors to comply with the requirements of the Drug – Free Workplace Act of 1988. Employees of contractors or sub-contractors are expected to report to work in an appropriate mental and physical condition for work. Use of controlled substances during the work shift or on GMP property is prohibited.

We expect and require all contractors or sub-contractors to represent GMP in a professional manner at all times, whether on the clock or not, including during multi-day service restoration events where GMP is furnishing lodging. Any reports of misconduct or negative representation of GMP will be addressed with management.

GMP requires all employees, directors, officers, and contractors or sub-contractors to comply with GMP’s Code of Ethics and Conduct, which is attached to this Safety Agreement. We expect and require that all contractors and sub-contractors conduct themselves with the highest degree of performance, professionalism and ethical conduct when performing their duties and responsibilities with GMP. Failure to do so could result in termination of their relationship with GMP.

Additionally, should you have a question or concern, or should you like to make a report of suspected violation or concern, please call GMP’s Ethics and Compliance Hotline at 1-866-273-4878, or call anyone at GMP and ask to speak to our Ethics Officer.

All GMP offices and other facilities are designated “No Smoking Areas.”

All required personal protective equipment will be supplied by the respective contractor or subcontractor including: safety glasses (clear and dark), hardhat with detachable arc shield, class 2 rubber gloves and sleeves, high visibility vests, leather work gloves, rain gear, all climbing equipment, all winter clothing, protective-toe footwear, FR-rated clothing, hearing protection, and respirators.

***Contractor/Company Name below:***

**Job Briefing**

Before starting any work for the day, a job briefing must be conducted at the worksite with all onsite workers involved. The briefing shall, at a minimum, discuss of the following subjects:

- Hazards associated with the job
- Work procedures
- Special precautions
- Energy source controls
- Personal protective equipment (PPE) required
- Emergency procedures
- COVID-19 Safety as recommended/mandated by Local, State & Federal Health organizations pertaining to minimizing the spread of this virus - [https://labor.vermont.gov/sites/labor/files/doc\\_library/Protecting%20the%20Safety%20and%20Health%20of%20Workers%20-%20FINAL.pdf](https://labor.vermont.gov/sites/labor/files/doc_library/Protecting%20the%20Safety%20and%20Health%20of%20Workers%20-%20FINAL.pdf)

**Accident Reporting**

Any and all accidents (person injury and property damage) involving a contractor or sub-contractor employees must be reported to the Safety Department Representative. Serious accident (ambulance, emergency room, lost work days, or any electrical contact) require immediate telephone notification. Copies of all Workers Compensation First Report of Injury or Property Damage Report Forms will be forwarded to the Safety/HR Department.

**Chemicals**

Material Safety Data Sheets shall be forwarded to GMP for review and approval before products such as solvents or paints are brought on site. All products approved for use will be properly labeled and stored according to OSHA's Hazard Communication Standard 1910.1200. The contractor or sub-contractor will be responsible for all spill clean-ups or other emergency procedures associated with their products. The contractor/sub-contractor must remove all unused products from GMP Company property at the conclusion of the job.

**Occupational Exposure to Health Hazards**

These rules are intended to cover Green Mountain Power employees, Contractors & Sub-contractors from health hazards including systemic consequences to over exposure to Crystalline Silica, Lead, mercury, and Asbestos. Employees shall avoid or mitigate hazards reducing or eliminating the need for respiratory protection.

**A. Asbestos**

- Exposures to asbestos are primarily in power plants where used for covering electrical bus and switches or for heat protection on stacks. If work is required on these structures, a qualified asbestos abatement contractor shall be utilized. Employees shall avoid exposure to asbestos.

**B. Lead**

- Lead exposure may be in the paint of older power plants and with lead-sheathed electrical wires from some generators. All lead exposure shall be avoided. Assume older paint contains lead until tested before grinding or otherwise creating dust. Contact the safety department before working with lead-sheathed cables or potentially lead-containing paint.

C. Mercury

- Mercury wetted relays contain hazardous levels of mercury. There is no hazard when the relays are intact. Employees shall avoid breaking open relays. If there is a breach, the mercury shall be avoided until the safety department is notified. Dispose of mercury containing devices according to EPA rules.

D. Crystalline Silica

- Silica is generated by drilling, cutting, grinding or cleaning activities in rock, sand or similar material. The permissible exposure limit (PEL) is 50 micrograms per cubic meter ( $\mu\text{g}/\text{m}^3$ ) of air, averaged over an eight-hour shift, however GMP will not allow any exposure to silica therefore Table 121-1 shall apply at all times.

**Table 121-1 Silica Exposure Control Methods**

Equipment/Task	Control Method	Required Respiratory Protection and APF* (Based on work exposure < 4 hours)
Handheld masonry power saws (any blade diameter)	Use saw equipped with integrated water delivery system that continuously feeds water to the blade Operate and maintain tool in accordance with manufacturer's instructions to minimize dust emissions	None
Vehicle-mounted drilling rigs for rock and concrete	Use drill equipped with integrated water delivery system that continuously feeds water to the bit or auger. Operate and maintain tool in accordance with manufacturer's instructions to minimize dust emissions	Outdoors: None Indoors or enclosed: APF 10
Handheld impact and rotary hammer drills	Use drill equipped with commercially available shroud or cowling with dust collection airflow meeting manufacturer recommendations and have a filter with 99% or greater efficiency. Use a HEPA-filtered vacuum when cleaning holes	None
Jackhammers and handheld powered chipping tools	Use tool with water delivery system that supplies a continuous stream or spray of water at the point of impact or Use tool equipped with commercially available shroud and dust collection system	Outdoors: None Indoors or enclosed: APF 10
Handheld grinders	Use grinder equipped with commercially available shroud and dust collection system with min. 25 CFM airflow and have a filter with 99% or greater efficiency.	None

\* APF - **Assigned Protection Factor** means the workplace level of respiratory protection that a respirator or class of respirators is expected to provide to employees when the employer implements a continuing, effective respiratory protection program as specified by this section. GMP's position is to use engineering methods at all times to prevent silica dust.

- Clothing:** Clothing that complies with OSHA 1910.269(1)(6)(iii) is required whenever employees are exposed to arc or flame. This includes but is not limited to the use of welding equipment or torches, all work on energized lines and equipment (including secondary conductors), switching, opening and closing cutouts and UG work including opening transformer cabinets. Fire Resistant (FR) clothing is required in high arc hazard areas such as when working in close proximity to energized parts.
- Confined/Enclosed Spaces** All work that can be considered confined space work must be discussed with the GMP Safety Department representative or Department Head before commencing any work. The contractor or sub-contractor will be responsible for providing their own atmospheric test equipment for all confined/enclosed space work.
- All employees expected to enter a confined space or serve as a confined space attendant must be trained in the hazards of the confined space. Copies of permits shall be supplied to GMP where applicable.
- Eyeglasses:** Safety glasses must conform to the latest ANSI Z87.1 Standard and must be worn for all work activities other than paperwork (away from the work area) and transportation to and from the job site.
- Excavations** All excavations shall be in compliance with OSHA Construction Standard CFR 1926.652. No person is allowed in an excavation (including auger holes) greater than 5 feet unless it is adequately shored or sloped. Ladders shall be used to enter excavations greater than 4 feet.
- Fall Protection** Fall protection will be provided following applicable OSHA standards and will include the use of a fall protection device (i.e. Buckingham Buck-Squeeze) for climbing poles and structures. A full body harnesses and shock absorber lanyards shall be used for work from aerial buckets or in some applications on steel structures. The intent of any fall protection equipment or system shall be to ensure 100% fall protection for all exposed employees from any point higher than 4 feet above ground level.
- Footwear** Employees of contractors or sub-contractors performing field operations of any kind are required to wear over the ankle footwear with toe protection that complies with ASTM F-2413-11. This includes all Transmission/Distribution, Maintenance, and Warehouse functions.
- GFCI** All electrical tools, lights and extension cords used outside or in a damp, location must be of the low voltage type or GFCI protected. Power supplied at 120 volts from within a substation shall not extend outside the ground grid of the substation.
- Head Protection:** Workers will wear approved head protection while on the work site. Inspections shall be made before each day's use. Damaged hardhats shall be replaced. Stickers may not be used if the inspection is obstructed.

**Hearing Protection**

Workers shall wear hearing protection while operating a rotary or jackhammer, chain saw, and any other equipment with high noise level. Hearing protection is required in power plants and during any work procedure where noise level is greater than 85 db for a TWA of 8 hours.

**Ladders**

The use of any ladder will conform to all applicable OSHA regulations.

Ladders shall be installed to prevent slipping that may include lashing or some other means to secure in place.

Portable ladders shall have nonconductive side rails if they are used where the employee or the ladder could contact exposed energized parts.

When a portable ladder is used to access another work area (i.e., ladder to structural steel in a substation or to a crane catwalk), it shall extend at least 3 feet above the transition surface.

Where a ladder can be lashed to prevent falling it shall be, and work positioning fall protection equipment shall be used.

Fall protection is not required when working from a free standing step ladder, provided that the worker is not standing higher than two steps from the top, not sitting on the top of the ladder (as prohibited by OSHA regulations).

Fall protection is not required when working from a portable ladder if the ladder is against a flat wall for the purpose of working on that wall area (i.e., extension ladder placed against a wall for painting or access to repair a light fixture). Workers must be cautioned against leaning or over reaching from either side of the ladder. Workers should maintain a 3 point contact at all times when ascending and descending a ladder.

**Life Jackets**

While working where there is the potential for falling into a river, lake, headwater, etc., a USCG approved life jacket will be worn and properly fastened. In some cases where a fall potential also exists, suitable fall protection will be provided and worn in addition to the life jackets.

**Lockout/Tagout**

Contractors and sub-contractors will comply with applicable OSHA regulations concerning Lockout/Tagout for low voltage electrical circuits, and for mechanical, hydraulic or pneumatic powered systems. Contractors and sub-contractors may be responsible for providing their own Lockout/Tagout devices and shall contact the department head for specific procedures prior to de-energizing equipment.

When the work involves protection or clearance on high voltage lines or equipment (above 600 volts) the specific work practices will be discussed with the GMP Project Representative prior to beginning work. Switching and Tagging in accordance with 29 CFR 1910.269 (m) will be done by qualified GMP employees only.

**Respiratory Protection** Proper and adequate respiratory protection will be used while working in any environment with hazardous atmospheres. Medical suitability to wear a respirator must be provided to GMP for each employee expected to use respiratory protection during the project before commencing any work. Employees required to wear a respiratory protection must be clean shaven.

**Roofing Work** Fall protection for roofing work will comply with all the conditions of OSHA 1926.500(g).  
  
For all work in or around the roof edge area (area between warning line and roof edge) where employees are not protected by a suitable railing and the fall potential exceeds four (4) feet, Personal fall protection will be used. The use of a safety monitor will not be considered as a suitable alternative to personal fall protection.

**Scaffolding** All scaffolding/staging will conform to OSHA design specifications as listed in the General Industry Standards (1926.451).

Requirements include but are not limited to the following: guardrails, toe boards, proper footing, proper planking, and safe access.

**Substations** Before beginning work in any GMP substation that is, or could become, in service, the contractor/sub-contractor shall arrange with the Company for a GMP representative to be on site during the work.

## **ELECTRICAL WORK**

**Qualified Employees** All Contractors with employees working for Green Mountain Power Corporation on or near energized lines or equipment (i.e., transmission and distribution lines, substations, generation equipment, switchboards, etc.,) shall have a full understanding of the operations and construction of the equipment and apparatus for which they will be working and shall comply with the training requirements of OSHA 1910.269(a)(2), which states that qualified employees shall be trained and competent in:

- a. The skills and techniques necessary to distinguish exposed live parts from other parts of the electric equipment.
- b. The skills and techniques necessary to determine the nominal voltage of exposed live parts.
- c. The minimum approach distances specified in 29CFR Part 1910.269 corresponding to the voltages to which the qualified employees will be exposed, and
- d. The proper use of the special precautionary techniques, personal protective equipment, insulating and shielding materials, and insulated tools for working on or near exposed live parts of electric equipment.

The contractor shall certify employee training by completing the attached *Contractor Employee Qualification* form and returning it to a Green Mountain Power Corporation designated agent prior to commencing work. This requirement is for individual employees assigned to work in electrical related areas including: tree trimming, substation work, overhead line work, URD work etc. By signing this agreement, the contractor also certifies that each section of 29 CFR 1910.269 is understood and shall be followed by their employees, including but not limited to: conducting job briefings, enclosed space work, stringing new wire, live line work, de-energizing lines and equipment, equipotential grounding, etc. This certification shall include each employee's name and job title and dates of all pertinent training.

Work procedures not specifically covered by these criteria must be discussed before beginning work with the GMP Supervisor or designated Safety Coordinator.

Green Mountain Power Corporation reserves the right to review jobs and enforce the criteria set forth in this document throughout the progress of any job. Contractors with employees or sub-contractors that fail to comply with these established requirements will be removed from the project and GMP Authorized Contractor Bid List for a period of not less than one year.

**By signing this page, I certify that I have read, understand and will abide by the Contractor Safety Agreement in its entirety. All work performed will be in compliance with all applicable OSHA Regulations and all Green Mountain Power Corporation's Safety Requirements. I agree to review this Safety Agreement with my on-site lead worker(s) or supervisor(s) and advise to enforce strict adherence to the stated Regulations and Requirements.**

Project Representative \_\_\_\_\_  
Print Name

Title \_\_\_\_\_

Project Representative \_\_\_\_\_  
Signature

Date \_\_\_\_\_

Company \_\_\_\_\_

Date \_\_\_\_\_

Executive/Owner/Manager \_\_\_\_\_  
Print Name

Title \_\_\_\_\_

Executive/Owner/Manager \_\_\_\_\_  
Signature

Date \_\_\_\_\_

Green Mountain  
Power Corporation \_\_\_\_\_  
Print Name

Title \_\_\_\_\_

Green Mountain  
Power Corporation \_\_\_\_\_  
Signature

Date \_\_\_\_\_

Additional Notes

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# Contractor Employee Qualifications

(Must be completed if being hired to do electrical or hydro related work)

\_\_\_\_\_  
Company Name

Name (print): \_\_\_\_\_

Title: \_\_\_\_\_

Apprenticeship Steps Completed: \_\_\_\_\_

Qualifications:	Yes	No	Date Certified
Confined Space	<input type="checkbox"/>	<input type="checkbox"/>	_____
Structure Rescue	<input type="checkbox"/>	<input type="checkbox"/>	_____
Pole Top Rescue	<input type="checkbox"/>	<input type="checkbox"/>	_____
Bucket Rescue	<input type="checkbox"/>	<input type="checkbox"/>	_____
CPR	<input type="checkbox"/>	<input type="checkbox"/>	_____
First Aid	<input type="checkbox"/>	<input type="checkbox"/>	_____
Bloodborne Pathogen	<input type="checkbox"/>	<input type="checkbox"/>	_____
Fire Extinguisher	<input type="checkbox"/>	<input type="checkbox"/>	_____
Hazardous Communications	<input type="checkbox"/>	<input type="checkbox"/>	_____

Experience (Fill in approximate total time in each area):

Underground Distribution \_\_\_\_\_ years  
Overhead Distribution \_\_\_\_\_ years  
15 kV Gloving \_\_\_\_\_ years  
Pole Setting \_\_\_\_\_ years  
Tree Trimming \_\_\_\_\_ years  
Meter Installations \_\_\_\_\_ years  
Hot Sticking \_\_\_\_\_ years  
Substation Construction/Maint. \_\_\_\_\_ years

CDL License Number \_\_\_\_\_, State \_\_\_\_\_ Class \_\_\_\_\_

Medical (D.O.T.) Card \_\_\_ Yes \_\_\_ No Exp. Date: \_\_\_\_\_

Please list all professional licenses: \_\_\_\_\_  
\_\_\_\_\_

I certify that the above information is correct to the best of my knowledge.

Sign: \_\_\_\_\_ Date: \_\_\_\_\_





## CODE OF ETHICS AND CONDUCT

### PREFACE

Green Mountain Power's Code of Ethics and Conduct is about doing the right thing – acting honorably, treating each other with respect, and following the law.

It's built around the recognition that everything we do in connection with our work at GMP will be measured against the highest possible standards of honesty and integrity. Our commitment to the highest standards helps us provide outstanding services to customers, hire great people and conduct business with the knowledge that it matters to those we impact. Trust and mutual respect among customers and employees are the foundation of our success, and they are something we work hard to earn every day. In living up to this commitment, we expect each and every one of our directors, officers, employees and agents to conduct themselves with the highest degree of performance, professionalism and ethical conduct when performing their duties and responsibilities with GMP.

So please read the Code, and follow both its spirit and letter. Each of us has a personal responsibility to lead and to encourage other GMPers to incorporate the principles of the Code into our work. And if you have a question or ever think that one of your coworkers or GMP as a whole may be falling short of our commitment, don't be silent. We want – and need – to hear from you.

### STANDARDS OF INTEGRITY AND ETHICS

Every Green Mountain Power director, officer, employee and agent ("GMP personnel") is required to abide by the following ethical standards in performing his or her duties with GMP:

**1. Tell the Truth.** Never engage in any conduct involving lying, cheating, stealing, deception or dishonesty. There are many federal and state laws governing fraud or dishonesty. They all boil down to telling the truth and being honest, candid and forthright.

**2. Obey the Law.** Never intentionally violate any governmental law, regulation rule or permit; the confidence of our customers and the public in GMP means avoiding even the appearance of illegal conduct.

**3. Treat Others With Respect.** Always promote a productive work environment in which every employee is treated with respect. We strictly prohibit unlawful discrimination or harassment, including discrimination or harassment on the basis of race, color, sex, age, sexual orientation, gender identity, religion, national origin, ancestry, place of birth, genetic information, disability, veteran status or any other legally protected status or characteristic. We also make all reasonable accommodations to meet our obligations under laws protecting the rights of the disabled. We have detailed and comprehensive employment policies relating to numerous employment related subjects, including harassment and family and parental leave, available on the GMP intranet.

**4. Avoid Conflicts of Interest.** All of us should avoid conflicts of interest and circumstances that reasonably present the appearance of a conflict. When faced with a potential conflict of interest, ask yourself:

- Would this activity create an incentive for me, or be perceived by others to create an incentive for me, to benefit myself, my friends or my family, or an associated business at the expense of GMP?
- Would this harm my reputation, negatively impact my ability to do my job at GMP, or potentially harm GMP?
- Would this activity embarrass GMP or me if it showed up in the news or a blog?

Conflicts of interest can show up in many places, and not all relationships are improper or create these conflicts. Here are a few areas in which to be particularly vigilant: sales and supplier relationships, personal investments, outside employment, advisory roles, board seats and starting your own business, business opportunities found through work, friend and relatives or co-worker relationships or use of GMP resources.

Vermont is small, if you think an activity or relationship that presents a conflict may exist, you must disclose it to the Ethics Officer or the General Counsel. Not all relationships are improper or create conflicts of interest but full disclosure is essential to resolve and avoid the appearance of conflicts, so let's talk about it.

**5. Be Responsible with Money & Assets.** An important value of GMP is to spend resources wisely. When you submit an expense for reimbursement, spend money, hire a vendor, drive a vehicle or use resources on GMP's behalf, make sure that the cost/use is reasonable and directly related to GMP business. You should never, ever interfere in any way with the auditing of GMP's financial records. Similarly, you should never falsify any record or account, including time reports, expense account and any other GMP records.

We have the tools and equipment we need to do our jobs and serve our customers effectively, but we are expected to be responsible and not wasteful. GMP funds, equipment and other assets are not to be requisitioned for personal gain, and no employee may compete with GMP directly or indirectly.

**6. Refuse Inappropriate Gifts from Others.** Never take directly or indirectly cash, gifts or gratuities of more than \$100, or excessive entertainment, from any person or entity with which GMP does business or is likely to do business. It is not unethical to accept meals and refreshments that are business-related, reasonable and not likely to influence your performance of GMP business.

**7. Refuse to Give Inappropriate Company Gifts to Others.** Never offer cash or property to a person holding a position of public trust in order to influence the judgment or conduct of that person in any matters or affairs affecting GMP. Never offer or provide cash, gifts, gratuities or entertainment of more than minimal value, to any person or entity with which GMP does business or is likely to do business. It is ok, however, for any individual to make legal campaign contributions.

**8. Keep Company and Customer Information Confidential.** Never disclose, without GMP's express authorization, any information (whether commercial, financial, technical or other) of GMP that is confidential, privileged or of competitive value. Always remember that we are asking our customers to trust us with their personal information. Never disclose any information relating to GMP's customers without express authorization from our General Counsel or GMP's retained attorneys.

**9. Respect Our Environment.** Be a responsible steward of the environment- it's the Vermont and GMP way. We are committed to environmental awareness and accountability in all our business practices and operations. Our operations and facilities are subject to a detailed array of federal, state and local laws, regulations and permits regarding the environment, which in turn has led to procedures and guidelines applicable to environmental matters. All employees are responsible for ensuring that they are familiar with the environmental procedures and guidelines that may affect their duties with GMP. It is essential to our commitment to the environment that we seek and adhere to all required permits, certificates and authorizations.

All of us at GMP are proud of our environmental record and the efforts we have made to promote a clean and healthy environment. The Environmental Team is always available and should be consulted anytime a question exists relating to an environmental matter.

**10. Keep Our Workplace Safe: I am GMP Safety.** We all are responsible for creating and promoting a healthy and safe working environment. We are proud of our extensive safety policies created by our safety committee and available on GMP Connects. It is the responsibility of every employee to know and follow all safety practices related to their work, as well as use daily awareness and common sense to create a safe environment for themselves and their co-workers. The Safety Team is always at the ready to hear from you.

Our position on substance abuse is clear: It is incompatible with the health and safety of our employees and we do not permit it. We are committed to a work environment that is free from the influence of illegal drugs and alcohol through intervention and if appropriate, corrective action. We strictly prohibit use, possession, manufacture, distribution, dispensation or sale of illegal drugs, drug paraphernalia, or controlled substances on GMP premises and/or during work hours. Employees are required to be free from the influence of illegal drugs and alcohol while working. If an employee has reason to believe that a fellow employee has violated this policy, the appropriate supervisor or a member of the management team should be contacted immediately.

## **OBEY THE LAW**

As a regulated energy company Green Mountain Power's business and activities are subject to a diverse and complex set of laws, regulations and rules enforced by federal, state and local authorities. Compliance with every law, regulation and rule governing GMP's affairs is essential to our commitment to integrity, to our reputation and to the best interests of GMP, our shareholders, our customers and the public. A single document cannot address all of the statutes, regulations and rules that may apply but we have listed some of the key legal duties and requirements below. If you ever have any question regarding the applicability or interpretation of a law, regulation or rule, or if there is a question about the legality of particular activity, you should promptly bring your concern to the attention of GMP's Ethics Officer and the General Counsel.

A few specific laws to mention:

**Securities Laws.** The securities laws prohibit certain types of securities trading. The most significant of these laws is the law against insider trading, which is the practice of engaging in a securities transaction on the basis of "inside" information. The basic rules of insider trading are relatively simple to state. No one may purchase, sell, or trade in securities while in possession of material non-public information. Likewise, employees of Green Mountain Power may not give material non-public information to anyone. Employees may not purchase, sell, or trade in the securities of another corporation on the basis of material non-public information, such as knowledge that GMP is planning to acquire the other corporation.

**Electric Utility Regulation.** Green Mountain Power, as a Vermont electric utility, is regulated by the Vermont Public Service Board and the Federal Energy Regulatory Commission ("FERC"). The scope of this regulation is broad and affects nearly every aspect of our business.

GMP and individual employees can be exposed to serious civil and sometimes criminal penalties for violating regulatory statutes, regulations, rules or orders. We have a long-standing commitment to full compliance with the letter and spirit of all statutes, regulations, rules and orders of these regulatory authorities. We are also committed to working cooperatively and professionally with these and all regulatory authorities with oversight responsibility over GMP's affairs. It is never permissible for GMP or its personnel to violate, circumvent or evade our regulatory responsibilities.

We do not expect every employee to be aware of each and every regulatory requirement governing GMP's business. Every employee should, however, be generally familiar with those aspects of state and federal regulation that pertain to his or her area of responsibility and when to ask questions. The General Counsel should be contacted if you have a question about a regulatory matter.

**Off-Tariff Sales and Special Contracts.** Vermont law, 30 V.S.A. § 229, provides that no Vermont electric utility may "directly or indirectly or by any special rate, rebate, drawback or other device or method make any deviation from [approved tariffs]" without prior Public Service Board approval. No Vermont utility may "enter into any contract, agreement or arrangement relating to the furnishing or rendering of any special product or special service not provided for or covered in [an approved tariff]" without prior Public Service Board approval. Violation of this law exposes both GMP and individual officers and employees to monetary penalties. There are no exceptions to the statutory prohibition: GMP may not provide regulated electric service to retail customers, except in accordance with approved tariffs, unless the Public Service Board approves such arrangements in advance.

It is essential to GMP's commitment to integrity that our services are sold and delivered only in accordance with the law. The General Counsel should be consulted whenever a question arises about whether a customer pricing or service arrangement falls outside our approved tariffs or a Public Service Board-approved special contract.

## **COMPLIANCE**

We are committed to promoting compliance with this Code of Ethics and Conduct. We are also committed to detecting and rectifying non-compliance when it does occur.

**1. Ethics Officer.** GMP has established an Ethics Officer to ensure effective implementation and compliance with this Code. The Ethics Officer is responsible for overseeing GMP's compliance with this Code, which includes ensuring that GMP personnel understand the standards embodied in the Code and that any violations of the Code are detected and addressed promptly in a fair, effective and uniform manner.

**2. Reporting Any Illegal or Unethical Behavior.** If you have a question or concern, don't just sit there. Contact your manager, your Human Resources representative, General Counsel or the Ethics Officer. If you want to remain anonymous, you can make a report of a suspected violation or concern through the Ethics & Compliance Hotline.

Green Mountain Power prohibits retaliation against any worker who reports or participates in an investigation of a possible violation of our Code made in good faith by employees. Directors, officers and employees are expected to cooperate in internal investigations of misconduct.

**3. Accountability.** We expect all of our employees, officers and board members to know and follow the Code. Failure to do so can result in disciplinary action, including termination of employment and civil or criminal penalties. Moreover, while the Code is specifically written for GMP employees and board members, we expect GMP contractors, consultants and others who may be temporarily assigned to perform work or services for GMP to follow the Code in connection with their work with us, and misconduct can result in the termination of their relationship with GMP.

## **CONCLUSION**

It's impossible to spell out every possible ethical scenario we might face. Instead, we rely on one another's good judgment to uphold a high standard of integrity for ourselves and GMP. We expect GMP employees, officers and board members to be guided by both the letter and the spirit of the Code. It's what's right for GMP and customers. If you ever have any questions, ask your manager, Legal, HR or Ethics Officer.

(Adopted August 10, 1998, Amended October 6, 2003, October 31, 2006,  
February 26, 2007, May 14, 2008 and August 20, 2014)