



We conduct ourselves ethically and with the highest level of integrity. Every aspect of what we do is aligned with our lasting principles of trust, innovation, and collaboration.



Code of Conduct

Our Code – How We Conduct Business



At Avista, we are committed to delivering reliable energy services and the choices that matter most to our customers. In pursuit of this, we conduct our business ethically and with the highest level of integrity in keeping with our lasting principles of trust, innovation and collaboration.

The success of our business depends upon the reputation of our Company and our employees. Our Code of Conduct outlines the behaviors that are expected of all of us at Avista. Together, we must continue to earn respect and build lasting relationships with our employees, customers, communities, and investors.

Avista's Code applies equally to all employees, including our officers and members of our Board of Directors. Additionally, our suppliers, contractors, business partners or anyone else working on our behalf are expected to follow the standards outlined in this Code.

Leaders at Avista have additional responsibilities. Leaders are expected to demonstrate a steadfast commitment to ethical business practices and to lead by example while ensuring our Code is followed in their respective areas.

Our Lasting Principles:

- **Trustworthy**

Our word is reliable; we do what is right.

- **Innovative**

We continuously improve and find better ways to get things done.

- **Collaborative**

We are respectful and at our best when working together.

Scott L. Morris
Chairman, President and CEO, Avista Corporation

Dennis P. Vermillion
President, Avista Utilities

Each of us must understand our Code and the behaviors that are acceptable. Regardless of your position, violations of this Code will not be tolerated. We each have a responsibility to know when additional information or guidance is needed. When questions arise, ask your leader or Human Resources Manager for guidance or contact a member of the Ethics and Compliance or Legal departments.

If a concern arises or you suspect misconduct in our workplace, you have a responsibility to report it. If you are uncomfortable speaking with the groups mentioned above, you may share your concern through our Confidential Message Hotline (1-877-861-6690 or www.avistacorp.alertline.com). Rest assured your concern will be investigated and that we have zero tolerance for any form of retaliation against employees who report concerns in good faith.

The face of Avista may change over the years, but our culture of trust, innovation and collaboration is woven throughout our Company and all that we do. We are proud of each and every one of you and thankful for your commitment to each other, our customers, our communities, and our investors.

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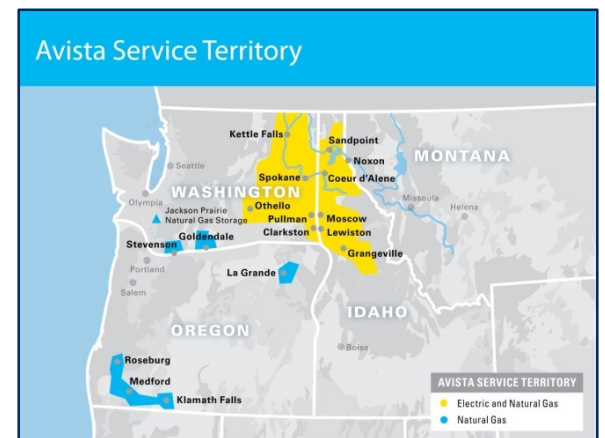
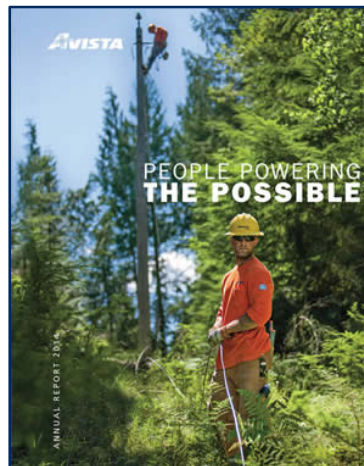
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Purpose

This Code of Conduct outlines the activities and behaviors that are appropriate when conducting business at Avista. This Code sets the expectations for individual and business conduct both on and off the job that reflect our lasting principles.

Our Code is designed to foster an ethical corporate environment and provides the foundation for our business decisions and operations. It is intended to be used as a tool to help guide responsible decision making that reflects care for all of our stakeholders.

The Code is not a substitute for good judgment nor will you find the answer to every possible question that may arise. You will find the guidance you need or the resources that you may utilize to obtain additional information. If you have questions or concerns, you should reach out to your supervisor or the other resources listed in this document.



Compliance

Avista is committed to a culture of compliance. It is a fundamental principle of our business. Quite simply, we do what is right.

We are faced with many requirements which we must follow in the course of our daily work. These requirements include laws, rules and regulations which are externally mandated as well as core policies, guidelines and procedures which are internally driven in terms of how we choose to operate our business.

Avista's Ethics and Compliance Program provides the framework that allows us to achieve the utmost level of compliance possible while supporting our business objectives. It is founded on clear rules of business conduct and designed to effectively prevent, detect, and resolve non-compliant business practices and/or violations of law or Company policy.

Who This Covers

Our Code applies equally to all of us. In addition to all of our employees, officers and members of our Board of Directors, the Code applies to our third party contractors, agents, suppliers, service providers or others working on behalf of Avista. These individuals have the same obligations and responsibilities to follow this Code.

Our Code is the foundation on which our ethical standards are built.

***We obey internal requirements and external laws, rules
and regulations, both in letter and spirit.***



Overview

We conduct ourselves ethically and with integrity



Speaking Up

Compliance with our Code is everyone's responsibility. You have an obligation to communicate your concerns so that we can respond appropriately.

You should feel comfortable asking questions, raising issues and seeking guidance if you have concerns or if you suspect a possible violation.

Speak Up and Raise Concerns – Seek Answers to your Questions

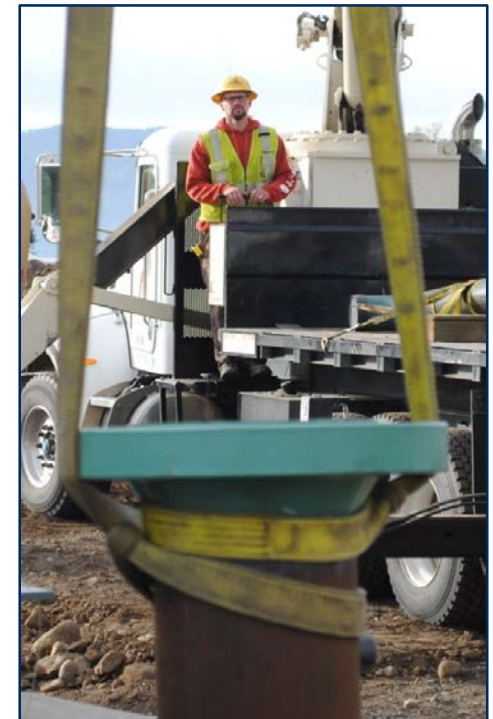


Raising Concerns

We encourage everyone to discuss their concerns regarding the expectations presented in this Code with their leader. Often this conversation alone will provide the guidance or sharing of additional information to answer your questions. It may also initiate any required corrective actions.

If you are uncomfortable talking with your leader, you may raise your concern to a Human Resources Manager or an Ethics and Compliance Manager.

If you are unable to utilize these channels, you may use Avista's Confidential Message Hotline to leave an anonymous message.



Who to Contact with Questions

If you have questions or concerns, several groups are ready to help:

- Your Leader
- Human Resources Manager
- Ethics and Compliance Manager
- Confidential Message Hotline



***Avista's Confidential Message Hotline
provides an anonymous way to raise
potential misconduct concerns.***

***You may reach our Hotline at 1-877-861-6690 or
www.avistacorp.alertline.com***

Anti-Retaliation

Avista is committed to protecting the rights of individuals who report their concerns. Retaliation against anyone who speaks up in good faith to report issues or raise concerns is strictly prohibited.

If you feel that you have been retaliated against, contact your leader, Human Resources Manager or an Ethics and Compliance Manager. You may also report concerns of retaliation to our Confidential Message Hotline.

Retaliation may take on many forms including actual harm or physical intimidation, verbal abuse, threats or use of derogatory comments, disclosure of confidential information, conspiring with others in the spreading of negative gossip, and exclusion from work activities.

Whether directed at an individual who may have raised concerns or others who may have participated in a Company investigation, these actions will not be tolerated.



Violations

You are required to become familiar with this Code and to integrate these expectations into every aspect of your performance.

Regardless of your position, violations of this Code or other Company policies will not be tolerated. Anyone determined to have violated this Code or other company policies may be subject to disciplinary action, up to and including termination.



Code in Action Company Investigations

In the event you are asked to participate in an investigation:

- Your full cooperation is required and any intentional deception or dishonesty will be treated as a violation of this Code and subject to discipline.
- Rest assured that your involvement and the information you provide will be treated as confidentially as possible.
- Retaliation against you based on your participation will not be tolerated.



Additional Responsibilities for Leaders



Avista's leaders are expected to lead by example and demonstrate a steadfast commitment to ethical business practices

At Avista, our leaders include those individuals with managerial responsibilities who supervise direct reports. If you manage projects or oversee contractors, you are also considered a leader.

Our leaders are expected to hold themselves to the highest standards of ethical conduct and to serve as role models to the rest of the Company. We require our leaders to create a positive, productive and safe working environment where all individuals are comfortable speaking up, asking questions and raising concerns.

Leaders are responsible for upholding our Code and integrating ethical and lawful conduct into the areas under their supervision. This includes ensuring that our Code is understood and followed in their work groups.

Leaders are also responsible for monitoring performance, responding to concerns, providing guidance, reporting and addressing any issues of unethical behavior.

Leaders are required to immediately report any known or suspected violations of this Code or other Company policies.

Leaders who fail to report misconduct that they know about (or should have known about), may be subject to discipline up to and including termination of employment.

The success of our business depends upon our reputation.

Together, we will continue to earn respect and build lasting relationships with our employees, customers, communities, and investors.



Code in Action Leading by Example

- Ensure that your group has completed the Code and other Core Policy training modules.
- Reinforce the expected behaviors outlined in our Code with your group.
- Follow the Code when making decisions.
- Identify and discuss lessons learned.
- Incorporate compliance and our lasting principles into performance reviews.
- Routinely encourage your group to speak up and ask questions.



Our Employees

Our culture is based on respect and collaboration



Our success lies in hiring talented people and setting them free to pursue great ideas. We are committed to treating one another fairly and with respect while embracing our unique experiences, abilities, and diversity.

Our Employees *Our culture is based on respect and collaboration*



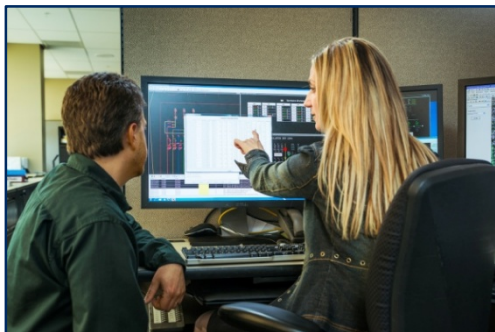
Anti-Harassment & Non-Discrimination

Avista is committed to maintaining a workplace where all individuals are treated with dignity and respect. You have the right to work in an environment that promotes equal opportunities without discrimination, harassment or retaliation. Humiliating, insulting, degrading or spreading malicious gossip about someone else in our workplace will not be tolerated.

You are responsible for ensuring that discrimination or unlawful harassment does not occur within your work area as well as reporting such instances if they do occur. Leaders are held to a higher level of responsibility with regard to reporting violations.

If you witness harassment or discrimination or believe that you have been a victim, you should immediately contact your leader, Human Resources Manager or an Ethics and Compliance Manager. Our Confidential Message Hotline is also available to you at 1-877-861-6690 or www.avistacorp.alertline.com

Protecting our workplace is everyone's responsibility. We need you to act promptly when reporting complaints or concerns. Rest assured that retaliation against anyone for reporting such concerns will never be tolerated.



Code in Action What is Discrimination?

The unfair or unequal treatment of an individual based on his or her:

- Race
- Color
- Sex (including pregnancy)
- Sexual Orientation
- Gender Identity or Expression
- Marital Status
- Age
- Disability
- Any other classification protected by law



Equal Employment

Our employees are a key source of our competitive edge. We are enriched by the diversity of our workforce and are committed to maintaining an environment of acceptance and inclusion for everyone in all aspects of our daily operations.

We strongly support and recognize our responsibility to provide equal employment opportunities to all qualified individuals. We are also committed to fair hiring and employment practices.

We promote and value diversity in all areas of recruitment, employment, training and promotion.

Our Employees *Our culture is based on respect and collaboration*



Safety in the Workplace

Our safety is a shared responsibility. We are committed to providing a safe and healthy workplace and following all health and safety regulations. In many cases our compliance programs go above and beyond what is required of us.

It is vital for everyone to take personal responsibility for creating and maintaining a safe work environment by demonstrating a commitment to safety every day. You must perform your work in the safest manner possible consistent with established safe work practices.

Our **Incident Prevention Manual** outlines our safety commitment and expectations as well as the safety rules and practices for our different operating units. It is your responsibility to know and follow these safety practices.



SAFETY

for family. for work. for life.



We have adopted an **Authorization to Stop Work** to help ensure workplace safety. You have the authority, without fear of reprimand or retaliation, to immediately stop and remove yourself from any work situation that presents a danger to you, your co-workers or the public.

You have a responsibility to get involved, question, challenge, and rectify any situation that you feel is not in compliance with established safety policies and safe practices. Immediately report any unsafe condition or unsafe act to your leader or to a Human Resources Manager.

Our Employees *Our culture is based on respect and collaboration*



Fitness for Duty

An energetic and motivated workforce is key to our success. In support of this, you are required to come to work ready and able to perform your work responsibilities free from the effects of drugs or alcohol throughout the entire time you are working. Employees who are not fit for duty present a serious safety risk to themselves and to others.

You are expected to be familiar with and follow our **Fitness for Duty Alcohol & Controlled Substances Core Policy**. This Policy outlines our goals and your requirements while at work in order to maintain a positive, productive and safe work environment.



Additional Leader Responsibilities

Leaders are responsible for understanding and applying the **Fitness for Duty Alcohol & Controlled Substances Core Policy** so that they are able to monitor the attendance, performance and behavior of their employees.

Leaders must complete the Supervisor Training for Reasonable Suspicion and Drug Awareness training course. This training equips leaders to properly recognize and respond when performance appears to be unsafe, ineffective or inappropriate, or the behavior conflicts with the requirements of this Core Policy.

Employee Assistance Program (EAP)

We are committed to excelling as a high performance organization in order to meet the challenges and demands of today and into the future. For employees who may have an alcohol or controlled substance abuse problem, assistance is available through our Employee Assistance Program (EAP). Our EAP is run by an outside agency that provides personal, voluntary and confidential assistance at no cost to eligible employees, their dependents and household members.

You are encouraged to seek assistance before a concern or issue becomes serious, including alcohol and drug use, marital and family issues, financial difficulties, emotional concerns and work stress. To learn more about the benefits provided through our EAP, refer to **Avista's Employee Assistance Program** webpage.

Our Employees *Our culture is based on respect and collaboration*



Personal Conduct

While working, you are required to devote your time and efforts to Avista's business interests. You are expected to conduct yourself in a courteous and professional manner that avoids damaging or potentially damaging our reputation. This encompasses both on and off duty behaviors.

You are expected to uphold publicly acceptable standards of conduct during the course of normal work, while participating in civic or charitable causes, and while on personal time. You must avoid those activities or situations which have the potential to create damage or give the appearance of misconduct.



Code in Action Personal Conduct

Whether on the job or personal time, we are often recognized within our communities due to the nature of our work, the Avista logo on our clothes, or the Company vehicle that we may be driving.

You must be aware of your actions at all times and avoid those activities that have the potential to create damage to Avista's reputation.



Workplace Gambling

While on Company property or while conducting Company business, you are not allowed to participate in any form of gambling for money or other items of value.

Avista prohibits the use of our computing networks or any of our supplied electronic devices such as computers, tablets and mobile phones, to access gambling sites or to engage in any gambling activities. These restrictions include, but are not limited to sports betting, fantasy sports, raffles, lotteries, cards and dice games and online gaming or gambling websites.

Our Employees

Our culture is based on respect and collaboration



Workplace Anti-Violence

We are committed to providing a safe, secure and productive work environment that is free from aggressive, threatening, or violent acts. Any sort of inappropriate conduct or threatening behavior will not be tolerated, even if made in a seemingly joking manner. Dangerous weapons that can or have the potential of being used for the purpose of injuring another individual are strictly prohibited from any Avista building, or company owned or leased vehicle, except as provided by the **Workplace Anti-Violence Core Policy**.

Our best line of defense against workplace violence is for each of us to be aware of our surroundings. If you observe a situation that seems out of the norm, or encounter an individual exhibiting inappropriate or threatening behavior, you must immediately inform your leader or Human Resources Manager.

***If you encounter a threatening person or situation,
you should never attempt to challenge or disarm the individual.
You should immediately call 911 for assistance.***

Examples of Threatening Behaviors

Verbal or physical behavior at the worksite or potentially affecting the worksite:

- **Verbal** -- threats, harassment, abuse, and intimidation
- **Non-Verbal** -- intimidation and threatening gestures
- **Physical** -- hitting, touching, pushing, shoving, and kicking
- **Other** -- arson, sabotage, vandalism, bombing and stalking



Examples of Dangerous Weapons

- Firearms
- Knives with blades over 3" long
- Daggers
- Switchblades, Swords
- Bows and arrows
- Brass knuckles
- Martial arts devices
- Striking or clubbing instruments
- Explosives or blasting caps
- Electronic stun devices



Tools of the Trade

While on the job, you may use a wide variety of tools or other objects which could be considered a dangerous weapon if used to threaten or cause harm to another person.

Inappropriately using these tools in a threatening or dangerous manner is never acceptable.

Our Customers

Our relationships are built on trust and value



Customer satisfaction is an essential element in all we do at Avista. It is important to our success that our customer relationships are founded on mutual trust and understanding.

Our Customers

Our relationships are built on trust and value



Customer Information

We are committed to safeguarding and ensuring the privacy of customer information at Avista. In order to serve our customers, we collect and store private customer information. You must treat this information as confidential and may use it only for legitimate business purposes.

Only authorized and trained personnel are allowed access to customer account information which is stored and processed in our secure computer facilities.



Confidential Customer Information

- Customer name
- Service address
- Mailing address
- Telephone number
- Personal identifier (social security number, driver's license number, etc.)
- Quantity of electricity or gas consumed
- Type of service
- Customer's payment history



CUSTOMER INFORMATION RULES

Customer information must be used for internal business purposes only.

Customer information must never be accessed for personal reasons.

You cannot access your own personal account or those accounts of friends and family.

If you are requested to provide customer information to an outside party, you must consult with the Legal Department first to ensure our compliance with proper procedures relating to the request (such as responding to a legal court order or other government request).

Employee Information

We are also committed to protecting sensitive employee personal, medical, family and financial information during and after your employment with Avista.

Only authorized and trained personnel have access to your sensitive information for legitimate business purposes. Rest assured that your personal data is kept private and securely stored.



Fair Dealing

We are committed to treating our business partners with respect. In support of this, you are required to act honestly, fairly and in good faith in any dealings with our customers, suppliers, competitors, employees and others.

Furthermore, you will not engage in any illegal or unethical business practices. This includes taking advantage of anyone through misrepresentation of material facts, manipulating or concealing information, abusing privileged information, or any other unfair dealing practice.

In other words, we will treat others as we would expect to be treated. Any information that we obtain about our competitors, suppliers or others will be gathered through ethical and legal means. Everyone must respect the confidential information of others, including any former employers.

Supplier Relationships

You are expected to be fair, impartial and objective when making recommendations and buying decisions. You are expected to promote positive supplier relationships and conduct business with courtesy and professionalism during all phases of the procurement and contracting cycle for goods or services.

Suppliers will be selected on the basis of price, quality, performance and suitability of the product or service. If you are engaged in any bid or proposal activity, marketing, research, development, engineering or other related tasks, you have an obligation to consider Avista's interest first.

Foreign Corrupt Practices Act (FCPA)

Avista is committed to conducting its business ethically and in compliance with the U. S. Foreign Corrupt Practices Act ("FCPA"). You are prohibited from engaging in illegal activities which would violate anti-bribery laws such as offering, authorizing or paying bribes to foreign officials or agents in exchange for obtaining or retaining business.

If you are engaged in domestic or international activities on behalf of Avista, you must understand the applicable rules and ensure all related transactions undertaken by Avista comply with these laws as outlined in the **Foreign Corrupt Practices Act (FCPA) Policy Guidelines**.

Working with Suppliers

When working with suppliers, you may never:

- Provide anything of value in exchange for proprietary or confidential information.
- Take receipt of any illegally obtained information.
- Use illegally obtained information to the disadvantage of our business partners.



We will never ask anyone to engage in any activity that breaks the law, violates any regulatory rule, or is contrary to the principles and expectations outlined in this Code.

Gifts and Entertainment

If your work responsibilities bring you into contact with our suppliers, you may be offered gifts as simple gestures of goodwill or as an obvious attempt to maintain or win future business. While most gifts and entertainment offers are harmless gestures made in the spirit of giving, they can lead to potential trouble by creating the appearance of an obligation to the gift giver.

In your role at Avista, you should not offer, accept, or request gifts from other parties regardless if it is for yourself, your family, your friends, or for a charitable organization.

If you are in a position to influence buying decisions for goods or services, you must steer clear of any potential conflict of interest, whether real or implied. You are expected to make sound, unbiased, and objective decisions on behalf of Avista. This includes anyone with responsibilities for the following type of work:

- Establish criteria or specifications
- Qualify, evaluate, recommend or select suppliers or contractors
- Receive, inspect, or accept goods or services on behalf of Avista
- Manage projects and/or review supplier performance
- Price, sell, or negotiate the sale of Avista goods or services



Code in Action If You Receive a Gift

A gift is basically anything of value. If you receive one, you are expected to:

- Return it if at all possible
- Donate the item to charity.
- Place plants or flowers in central locations for all employees to enjoy
- Share food gifts with other employees



Accepting Gifts

In your role, you may come into contact with customers or members of the community who want to thank you for a job well done.

If someone offers you a thank you gift, you need to politely decline the offer, explain that you are just performing your job, and that you cannot accept gifts or tips.

Being offered a cup of coffee and a donut while working in the field is certainly acceptable, but accepting a pair of tickets to a local sporting event is not.

Our Communities

We are a valued and trusted neighbor



Through partnerships and service, we strive to enhance community vitality. Our goal is to be a valued and trusted neighbor, integral to the fabric of the communities we serve.

Our Communities

We are a valued and trusted neighbor



Environmental Stewardship

The environmental work that we perform each day is as core to our business and who we are as a Company as the wires and pipes that deliver energy to our customers. Our vision of environmental stewardship has always shaped our operations.

Avista's **Environmental Guidelines** describe our environmentally responsible approach to business planning, compliance, pollution prevention, emergency preparedness and response, natural and cultural resources, communication, employee training, resources, community relations and continual improvement.

In keeping with our commitment to protect human health and the environment, you will comply with all applicable environmental laws and regulations in the course of your work.



To Report an Environmental Concern or Spill:

Spill Report Phone: **(509) 998-0996**



Public Safety

Our communities rely on us to provide safe and reliable energy services. To ensure public safety, we have developed several safety related policies and public facing programs designed to prevent, detect and respond to potentially hazardous situations.

From our hydroelectric dams to our substations, overhead electrical lines, or underground electrical and gas lines, we all play a role in ensuring that the public is kept well informed and safe.

While working in the field or with the public, if you encounter a situation where someone is unaware of a potential safety issue, you are required to speak up and alert the individual about the potential safety concern. You must ensure that they understand the risks and dangers at hand and that you provide them with directions about how to acquire additional safety related information.



External Communications

Information that we provide to our external stakeholders must be open, authentic, credible and professional. To ensure that consistent and accurate messages are being delivered, information must be communicated through authorized individuals and official communication channels.

You should not speak on behalf of the company unless you have been trained and authorized to do so. If you are contacted by the media or another external party regarding Company information, you must refer them to our External Communications department.



Examples of Social Media Tools

- Social networking sites
- Video and photo sharing websites
- Web logs
- Blogs or micro-blogging sites
- Personal web sites
- Forums and discussion boards
- Online encyclopedias
- Web sites that allow users to use simple publishing tools



Social Media

Social media is any internal or external technology platform that enables multi-way communications. While you are encouraged to use social media for communicating and collaborating, you must take special care to avoid releasing confidential or non-public information about Avista. Remember that unless it has been released to external parties through a press release, or is available on our websites, the information is considered non-public.

You are expected to understand our **Social Media Guidelines** and ensure that your social media use is consistent with these Guidelines whether for internal, non-official company communication or external personal use.

Communicating with Public Officials

When we are involved in legal or regulatory proceedings, we are not permitted to discuss these matters with those individuals who will be involved in the final decision making of the case itself. This may include administrative law judges, judges, regulatory commissioners and their advisory staff among others.

The intent of these *Ex Parte Rules* is to avoid the appearance of influence and to ensure that all parties are afforded the same opportunity to participate in these information exchanges. You are required to seek guidance from our Legal department if you have any questions about these legal requirements.

Our Communities

We are a valued and trusted neighbor



Charitable Participation

Avista is an active partner and advocate for the communities in which we serve. We pride ourselves on our commitment to being a responsible corporate citizen and look for opportunities to give back to our communities. The **Avista Foundation** serves as our primary charitable vehicle, focusing on grants that strengthen our communities and enhance the quality of life for the people that we serve.

You are encouraged to consider donating some of your talents and energy by serving our communities in a volunteer capacity such as a not-for-profit board member or a charitable campaign participant.

In your volunteer capacity, you may not represent either the Company or the not-for-profit organization in any related transactions. Likewise, your volunteering cannot interfere with your normal work responsibilities, nor should you utilize Company assets in order to carry out your volunteer related activities.



Political Participation

Avista is an active participant in the democratic process and pays close attention to political matters that may impact the communities in which we serve. We also pay close attention to the legal and regulatory reporting requirements concerning our involvement and interactions with elected officials, including our lobbying activities.

We encourage everyone to participate in the political system and to speak or vote your own views. This may include taking an active role in a government process such as holding a public office. Any additional commitments you may make cannot interfere with your normal work responsibilities. Seek additional guidance if you have any questions.

Remember, you are not authorized to speak on behalf of the Company in any political activity or role, nor may you be given time off with pay for these political activities. Likewise, you may not use Company funds or assets for personal contributions of any kind to a political party or candidate for public office. This includes offering a gift, loan, favor or special service with the intent to influence a government official or process.

Rest assured that we will never apply pressure on anyone for personal contributions or services in pursuit of a political activity.

Our Investors

Our actions build confidence and create value



One of Avista's strategies is to operate from a position of financial strength on all fronts to remain a healthy Company and an attractive investment.

Proper Use of Company Assets

You have a responsibility to safeguard and to ensure that our Company assets are being used properly for legitimate business purposes only. You must take great care to protect the equipment, tools, supplies and materials you use from loss, damage, theft, misuse or waste.

Company assets include both physical items and other non-physical items or resources such as strategies, inventions, development, or new ideas about how to perform our work. These non-physical assets must also be protected and used only for the benefit of Avista.



Examples of Company Assets

- Office Equipment, Materials and Supplies
- Facilities, Equipment and Tools
- Vehicles and Trailers
- Software and Hardware
- Developments, Inventions, and Improvements
- Intellectual Property
- Authored Work, Computer Programs, Concepts or Other Ideas



Proper Use of Technology Resources

To ensure that our technology is secure and to protect us and our business partners from illegal or damaging actions, we must exercise good judgment and follow the guidelines outlined in our Security Awareness Training and further detailed in our **e-Tools Core Policy**.

Our technology is a Company asset and is provided for legitimate business purposes. You should be aware that when our technologies are used to create electronic records, those records may be retained or reviewed in the course of our operations. You should not have any expectation of privacy or exemption from review.

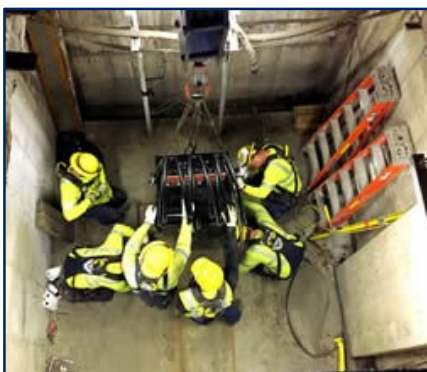
Regardless of topic, your emails, data, facsimiles, recorded telephone conversations, social media posts, instant messages, or other forms of communication may be subject to internal review, external review by our regulatory agencies, or during legal proceedings. This includes personal devices used to access Avista's Technology Resources. If you want something kept private, you should not use Avista's Technology Resources.

Confidential Information

During the course of your work you will have access to confidential and proprietary information related to our business. You are expected to maintain this information and protect it from disclosure to outside parties by all reasonable means. This includes the confidential information of our business partners, suppliers, customers, community projects or others related to our Company.

While some confidential information may be specifically labeled as confidential or proprietary to Avista, other non-public information that has not been released to the public must also be treated as confidential. Our confidential information must not be disclosed to any person or entity unless authorized by the Company or legally mandated.

You may not make unauthorized copies of any confidential information and you should be mindful of casual conversations in public that may be overheard by others. Your obligation to protect and maintain our confidential information continues even after your employment or working relationship with Avista ends.



Risks of Disclosing Confidential Information

- Reputational damage to our Company
- Financial harm to Avista or loss of our competitive position
- Negative impacts to our business operations
- Violation of a confidentiality agreement with another party



Information and Records Management

Information and records, whether confidential or non-confidential, are valuable assets to our business. This includes all information, data and documents created or received by Avista and stored on paper, photographic media or electronic media.

If you produce, receive, or store records of any type, you must ensure proper creation, retention, and destruction of those records in compliance with legal and regulatory requirements. You are responsible for maintaining the confidentiality of our records and their sensitive information throughout the life cycle of the record.

It is unacceptable to prepare records or reports that intentionally mislead, omit or delete important information from the record. It is also against Company policy to intentionally and unlawfully destroy, mutilate, alter or conceal any evidential records.



Examples of Confidential Information

- Personnel and Compensation
- Trade secrets, copyrights
- Intellectual property
- Ideas, techniques, inventions
- Data, designs, drawings, specs
- Research, processes, procedures
- Marketing materials and plans
- Financial information
- Business strategies



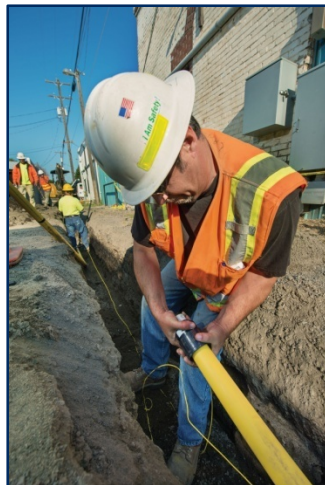
Conflicts of Interest

We are committed to conducting business in a manner that ensures Avista's business decision making is not influenced by personal interests. You are expected to act at all times in the Company's best interests and to exercise sound judgment free from personal interests. You have a duty of loyalty to Avista and must avoid situations that create, or appear to create, a conflict of interest between your personal interests and those of our Company.

A conflict of interest can arise when you take action or have personal or financial interests that make it difficult to perform your work objectively and effectively or that bring into question your ability to act in the best interest of Avista. In some cases, your family interests or the activities of family members also create a conflict of interest when it interferes with your ability to make sound, objective business decisions on behalf of Avista.

Avista allows relatives and others with close relationships to employees to be employed by Avista provided that such employment does not interfere with Company operations or create a conflict of interest. Employees are expected to be familiar with and adhere to the Company's **Employment of Relatives and Personal Relationships Guidelines**.

If you believe you may have a possible conflict of interest, you must discuss it immediately with your leader.



You may not use your position, confidential information or Company resources for your personal benefit.

Potential Conflict of Interest Situations

- **Financial Interests** – Owning a financial interest in Avista's suppliers, customers, competitors or other business partners (less than 1% in a publicly traded company is permissible).
- **Outside Work** – Performing work (paid or unpaid) for a third party that affects your performance, judgment, or ability to devote time and attention to your regular duties.
- **Representation** – Serving or advising on a Board, speaking engagements, or personal endorsements.
- **Working with Others** – Conducting business with firms owned, partially owned or controlled by an employee or an employee's relatives.
- **Corporate Opportunities** – Taking advantage of business or investment opportunity you become aware of through Avista.
- **Gifts & Entertainment** -- From suppliers, potential suppliers, customers or competitors.
- **Avista Resources** – Using Avista property, materials, supplies, funds or other resources for personal purposes.
- **Personal Relationships** – Hiring, promoting or transferring an employee who would be working directly for or supervising relatives or others in personal relationships.

Accounting & Financial Records

We have a responsibility to maintain accurate records of Avista's transactions in a timely manner and with reasonable detail to provide a fair and true view of the Company's financial position.

To do this, you must follow our **Regulatory Accounting Guidelines and Policies** as well as applicable laws, rules and regulations that govern our accounting practices and reporting. You have a responsibility to:

- *Accurately record all income, expenses, assets and liabilities*
- *Understand and follow Avista's internal controls*
- *Never make false or artificial entries*
- *Report any irregularities or instances of fraud*



Code in Action **Subsidiary Interactions**

If you are asked to support the operations of a subsidiary, you must record your time and any expenses that you incur directly to the subsidiary and not to Avista Utilities.

Expenses associated with our subsidiaries should never be passed on to our Avista Utilities' ratepayers as these costs are not related to their energy services.

There are strict rules governing such subsidiary interactions. Our public utility commissions may investigate these matters in an effort to ensure and protect the interests of our utility ratepayers.



Subsidiary Interactions

We must ensure that only legitimate business costs associated with providing energy services are passed along to our customers in their energy rates.

Business interactions between Avista and its subsidiaries such as Alaska Electric Light and Power must accurately record all time and material costs to the appropriate company in order to avoid misallocation of costs between our companies.

You are required to follow our **Travel and Expense Reimbursement Guidelines**. Avista reimburses employees for the actual costs of reasonable expenses incurred during the normal course of work.

All business expenses must be accurately categorized and submitted through our expense and reimbursement process.

Insider Trading

It is important that you understand that insider trading activities are illegal and carry severe consequences. In the course of your work, you may have access to non-public information regarding Avista, our customers, or our vendors that has not been released to the public. In addition, the information may be considered material if a reasonable investor would consider it important in deciding whether to buy, hold, or sell stock.

You may not use this information, either personally or on behalf of others, to buy or sell Avista stock. Likewise, you may not buy or sell the stock of others companies if you have insider information about that company.

Tipping is also a violation of these insider trading laws. Tipping can occur if you provide someone else with non-public information and that individual buys or sells stocks based on the information that you provided.



Examples of Non-Public and Material Information

- Non-public financial results or projections
- Advance notice of senior management changes
- Pending or proposed mergers or acquisitions
- Unannounced stock split or offering of additional securities
- Actual or threatened litigation or resolution of such litigation.



Fair Disclosure

Only those employees who have been trained and who are authorized as part of their normal work responsibilities are allowed to communicate with the investment community. Not only is this to ensure consistent and accurate messages, but is also designed to comply with legal requirements.

Our **Policy on Fair Disclosure** requires that any non-public and material information that is to be disclosed to the investment community needs to also be disclosed to the public at the same time.

Waivers of our Code for members of our Board of Directors or officers will only be made by the Board of Directors or a Board committee to which the responsibility has been delegated, and will be promptly disclosed to the investment community and the public.

Additional Resources



Seeking Additional Information or Reporting a Concern?

Contact One of the Following Resources

Human Resources:	509-495-2340	human.resources@avistacorp.com
Ethics & Compliance:	509-495-4114	ethics.compliance@avistacorp.com
Legal:	509-495-8687	legal.department@avistacorp.com
Confidential Message Hotline:	1-877-861-6690	avistacorp.alertline.com



Avista Service Territory

