



Code of Conduct



We are Avista

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 we are at our best when working together to achieve results.

Our Code – How We Conduct Business



A handwritten signature in blue ink that reads "Dennis P. Vermillion".

Dennis P. Vermillion
President and CEO, Avista Corporation

Our Vision
Better Energy for Life

Our Mission
We improve our customers'
lives through innovative
energy solutions

We are committed to conducting our business ethically and honestly. For more than 130 years, Avista has been committed to providing clean, safe and reliable energy to those we serve. Our work empowers our customers to live their lives to the fullest.

Our people and our culture have always been our greatest asset. We are committed to a culture of trust and respect centered around diversity, equity and inclusion. We value the diversity in our backgrounds, experiences, and ideas. We work hard all day, every day, doing what's right for our customers and our communities because we know they count on us. Our success depends on the Company's reputation and that of our employees. We must continually earn the trust and confidence of each other, our customers, communities and stakeholders. Each business action and decision we make provides us with this opportunity.

In pursuit of this, we must represent Avista and conduct our business with the highest level of integrity. You are encouraged to use Avista's Code of Conduct ("Code") to help guide your actions. The Code outlines the behaviors that are expected of all of us, including our officers, members of our Board of Directors and Avista's business partners. Regardless of your position, violations of this Code will not be tolerated. Leaders have an even greater responsibility to demonstrate a steadfast commitment to ethical business practices and to lead by example.

Speak up if you have a concern or see something wrong – it's your responsibility to report it. If you are unsure of what to do or have questions about whether an action is consistent with this Code, you are encouraged to speak with your leader, a Human Resources Manager, or a member of the Ethics and Compliance or Legal departments.

A Confidential Message Hotline (1-877-861-6690 or <http://avistacorp.ethicspoint.com>) is also available for reporting. Rest assured, all reported concerns will be investigated and that Avista has a zero-tolerance for any form of retaliation against anyone who reports concerns in good faith.

At Avista, the hard work, entrepreneurial spirit and customer-focused mindset of our employees are woven throughout our Company. While the industry continues to transform, we will remain committed to raising the bar with imaginative thinking and innovative energy solutions. Thank you for acting in accordance with our Code and your commitment to each other, our customers and our communities.

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Purpose

At Avista, we strive to achieve the highest business and personal ethical standards. Our Code of Conduct outlines the activities and behaviors that are appropriate when conducting business at Avista and sets the expectations for conduct both on and off the job. It provides the foundation for our business decisions and operations. The Code is designed to foster an ethical corporate environment. It is intended to be used as a tool to help guide responsible decision making that reflects care for all of our stakeholders.



Who This Covers

The Code applies equally to all of us, including our officers and members of our Board of Directors. In addition, the Code applies to our business partners – suppliers, contractors, consultants, agents and others working with or on behalf of Avista. Everyone has the same obligations and responsibilities to follow this Code.

Compliance

Avista is committed to a culture of compliance -- quite simply, we do what is right, both in letter and spirit. Our Code provides an overview of laws, regulations, and Company policies that apply to us and the work we do.

Avista's Ethics and Compliance Program provides a framework to ensure compliance within our operational practices in support of our business objectives. It is designed to effectively prevent, detect, and resolve non-compliant business practices and/or violations of law or Company policy.



Questions & Resources

Avista's Code is not a complete guide to every legal, ethical or policy issue that may arise. And while Avista relies on each of us to apply our personal judgment in carrying out our duties, there will be times when we will have questions about how the Code applies to us or whether a particular action is consistent with this Code.

If you have questions, you should speak to your leader, a Human Resources Manager, or contact a member of the Ethics and Compliance or Legal departments.

Overview

Speaking Up

Compliance with Avista's Code is everyone's responsibility. Upholding our well-earned reputation as an ethical and trustworthy company is a commitment we all share. If you see or suspect anything illegal or unethical, you have an obligation to communicate your concerns promptly, truthfully, and in good faith so the Company can respond appropriately. You should feel comfortable raising issues, asking questions and reporting any actual, potential or suspected violations.



Confidential Hotline

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

You may reach our Hotline at
<http://avistacorp.ethicspoint.com>
or 1-877-861-6690

***Speak Up and Raise Concerns
Seek Answers to Your Questions***

Reporting & Raising Concerns

Avista depends on you to make the right decisions and to feel empowered to speak up. If you have a concern or become aware of behavior that may represent a violation of our Code, you must raise the issue promptly.

You are encouraged to discuss your concerns with your leader. Often this conversation alone will provide the additional information you need to answer your questions. It will also initiate any corrective actions if required.

If you are uncomfortable talking with your leader, you may raise your concern to a Human Resources Manager or an Ethics and Compliance Manager. As an alternative, you may use Avista's Confidential Message Hotline to leave an anonymous message.

***By acting with integrity, you're doing
your part to protect Avista's reputation
and support our culture.***



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 an actual, potential or suspected violation of this Code is strictly prohibited.

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

Whether directed at an individual who may have raised concerns or others who have participated in an investigation, retaliation will not be tolerated, and such actions are subject to disciplinary action which may include termination. 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 to the Confidential Message Hotline.



Violations

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

Violations of this Code, Company policies or any regulations or laws applicable to our roles at Avista will not be tolerated. You will be subject to disciplinary action, up to and including termination of employment. Such violations may also result in criminal and/or civil liability.



Code in Action Company Investigations

When reporting a concern, you can be confident that you're doing the right thing and that your concern will be handled promptly and appropriately.

We investigate all reports thoroughly and disclose information only to those who need it to resolve the issue.

If asked to participate in an investigation, your full cooperation is required. Any intentional deception or dishonesty will be treated as a violation of this Code.

Avista will not retaliate or permit retaliation against anyone who participates in an investigation.

Additional Responsibilities for Leaders



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

Avista leaders have an even greater responsibility. Leaders are expected to lead by example and hold themselves to the highest standards of ethical conduct, serving as role models to the rest of the Company. Our leaders are knowledgeable sources for questions relating to Avista's Code. They are responsible for upholding the Code and integrating ethical and lawful conduct into their areas of operation. This includes ensuring that our Code is understood and followed in their work groups.

At Avista, we support a diverse and engaged workforce that enables us to execute our strategies. Leaders are expected to create a positive, productive and safe working environment where employees and others feel comfortable coming forward with questions or concerns.

Our leaders are responsible for supporting employee engagement, encouraging high performance, setting clear expectations and providing support and timely feedback to their employees. This includes responding to concerns, providing guidance, and reporting or addressing any issues of unethical behavior.

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.



Code in Action Company Investigations

- Lead by example.
- Communicate the importance of ethics and integrity.
- Reinforce the expected behaviors outlined in our Code.
- Incorporate ethics and compliance principles into performance reviews.
- Create an open environment; encourage your group to speak up and ask questions.
- Take prompt corrective action if needed.
- Follow the Code when making decisions.
- Ensure that your group has completed the Code and other Core Policy training.

Avista leaders are obligated to immediately inform their leader, Human Resources Manager, or the Chief Compliance Officer of any actual, potential 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.

Chief Compliance Officer: Greg Hesler / greg.hesler@avistacorp.com / 509-495-2208

Together, we will continue to earn the trust and confidence of our employees, our customers and the communities we serve.

Our Workplace



We value and respect each other

Our Workplace

Safety in the Workplace

We value the safety and security of every employee and expect you to place the highest emphasis on personal safety, the safety of co-workers and that of the general public before making decisions or taking action.

As employees, we have a personal responsibility to create and maintain a safe work environment at all times and in all places. If you see a situation that could put others at risk, take action. We must perform our work in the safest possible manner consistent with established safe work practices. Every person plays a vital part in safety at Avista. By approaching the task at hand with a safety-first mindset, you demonstrate the type of safety leadership and accountability expected from all employees of Avista.

The **Incident Prevention Manual** outlines our safety commitment and expectations as well as safety rules and practices for our different operating units. We are all responsible for knowing and following these safety practices.

Vehicle Use Policy

Our **Vehicle Use Policy** is designed to ensure the safety of employees and the public while driving during the course of doing business. It outlines expectations for the use of Company-owned or rented vehicles and the use of personal vehicles for Company business. We are each responsible for understanding this policy.



SAFETY

for family. for work. for life.

Every employee is empowered to take immediate action when it comes to safety, regardless of role, title or responsibility. Avista's **Authorization to Stop Work** gives all employees the authority to stop work without fear of reprimand or retaliation if the work situation presents a danger to you, your co-workers or the public.

As safety leaders, we all have a role in ensuring the safety of ourselves and those around us. We have a responsibility to question, challenge, and rectify any situation that we feel is not in compliance with established safety policies and safe practices. You should immediately report any unsafe condition or unsafe act to our leader, a member of the Avista Safety Department, or to your Human Resources Manager.

Anti-Harassment & Non-Discrimination

Avista is committed to a work environment where all individuals are treated with dignity and respect. We act in a manner that values the background, experience, perspective and talent of each individual. We strive to create an inclusive environment that promotes equal opportunities and is free from discrimination, harassment and retaliation.

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. Humiliating, insulting, degrading or spreading malicious gossip about someone in our workplace will not be tolerated.

Protecting our workplace is everyone's responsibility. If you witness harassment or discrimination or believe that you have been a victim, you need to act promptly by reporting complaints or concerns. Rest assured that retaliation against someone for reporting such concerns will never be tolerated.



Code in Action What is Discrimination?

The unfair or unequal treatment of an individual based on:

- Race
- Religion
- Color
- Sex (including pregnancy)
- Sexual Orientation
- Gender Identity or Expression
- Marital Status
- Age
- Disability
- National Origin
- 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 employees 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, equity and inclusion in all areas of recruitment, employment, training and promotion.

Our Workplace



Fitness for Duty

An energetic and motivated workforce is key to our success. We are accountable for our work and our results, and we are committed to giving our full effort in everything we do. 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 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 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 are expected to 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 to meet the challenges and demands of today and into the future. For employees who may have a personal concern or issue affecting their life, 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.

Workplace Anti-Violence

We are committed to providing a safe, secure and productive work environment that is free from aggressive, threatening, or violent acts. We observe a zero policy tolerance when it comes to acts or threats of violence. Any sort of inappropriate conduct or threatening behavior will not be tolerated, even if made in a seemingly joking manner. Dangerous weapons that can be 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**.

Be alert to what is going on around you, observe good security practices and speak up about any threats of potential violence. You are our best line of defense against workplace violence. If you encounter a threatening situation or person, call 911 immediately. Never attempt to challenge or disarm the individual. If you observe an individual exhibiting inappropriate or unusual behavior, it could be a sign of a potentially dangerous situation, and you must immediately inform your leader, Security or Human Resources.

*If you see something,
say something.*

Examples of Threatening Behavior

- **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

Safety & Security Tips

Do your part to keep our workplace safe and secure:

- Be aware of your surroundings
- Wear your badge at all times
- Report suspicious people / packages
- Separate your badge and access card
- Prevent tailgating at gates / entrances
- Obey alarms and safety instructions
- Question individuals that seem out of place or are unknown to you

Our Workplace

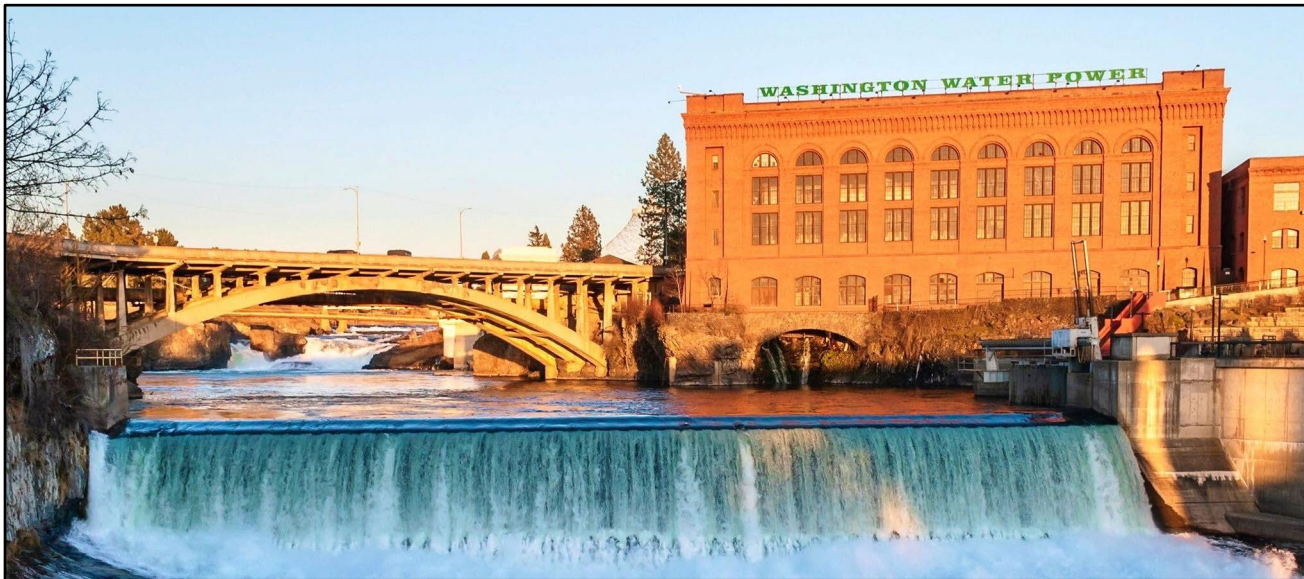


Personal Conduct

Each of us is personally responsible for supporting our Code of 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, respectful and professional manner that avoids damaging or potentially damaging our reputation. This encompasses both on and off duty behaviors, both domestically and abroad.

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 should avoid those activities or situations which have the potential to create reputational damage or give the appearance of misconduct.



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 Avista 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.

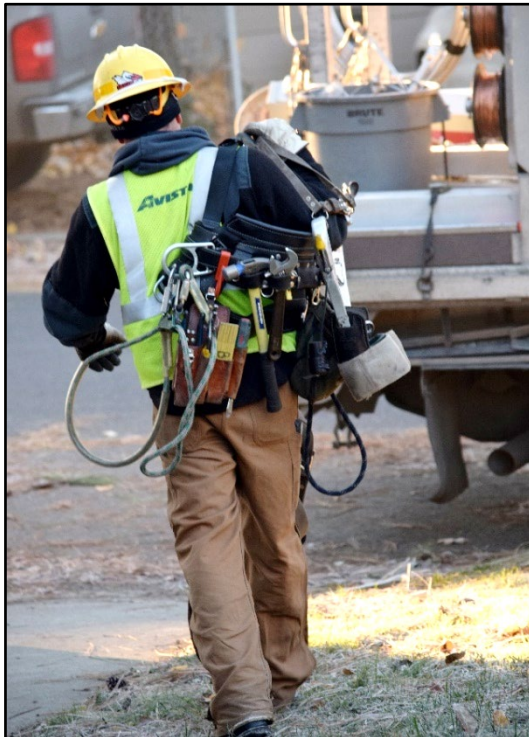


Code in Action Personal Conduct

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

Our Business Practices



We conduct ourselves with integrity

Our Business Practices

Company Assets

Our assets include everything that our Company owns or uses to conduct business. You have a responsibility to safeguard these assets and ensure they are being used properly, safely, efficiently and for business purposes only. You are expected to take great care to protect the equipment, tools, supplies and materials you use from loss, damage, theft, misuse or waste. When assets are no longer useful, we dispose of them in a proper manner.

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

Safe & Secure Technology Guidelines

Watch out for phishing scams

Protect sensitive data

Ignore unsolicited emails

Be wary of email links and attachments

Never leave your devices unattended

Do not store confidential information on
removable media



Examples of Company Assets

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

Technology Resources

To ensure that our technology is secure and to protect Avista and our business partners from illegal or damaging actions, we must be vigilant. Avista's cybersecurity practices are designed to protect our networks, computer, programs and data from attack, damage, or unauthorized use. You are expected to follow the guidelines outlined in our Security Awareness Training and further detailed in our **e-Tools Core Policy**.

Our technology is a Company asset that is provided for use in connection with your job duties. Avista prohibits the use of technology resources for any inappropriate or unlawful purpose and in any way that violates Avista's policies, violates the law or has the potential to damage Avista's image or business interests. All forms of electronic communication, whether business or personal in nature that are created in the course of our operations using Avista's technology resources, may be retained or reviewed internally, externally and during legal proceedings. This includes your emails, data, facsimiles, recorded telephone conversations, social media posts, instant messages, and any other forms of communication regardless of topic.

The **e-Tools Policy** includes personal devices used to access Avista's technology resources. You should not have any expectation of privacy or exemption from review. If you want to keep something private, you should not use Avista's technology resources.

Our Business Practices



Conflicts of Interest

We are committed to conducting business in a manner that ensures Avista's business decisions are not influenced by personal interests. You have a duty to act in Avista's best interests at all times and to avoid even the appearance of a conflict of interest. You have a responsibility to ensure that nothing you do interferes or appears to interfere with your ability to make fair and objective business decisions on behalf of our Company.

A conflict of interest can arise when you have competing loyalties and you take action or have personal interests that make it difficult to perform your work objectively 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 may create a conflict of interest when it interferes with your ability to make sound, objective business decisions on behalf of Avista.

If you discover that a personal activity, investment, interest or association could compromise, or appear to compromise, your ability to make impartial decisions, you have an obligation to discuss it immediately with your leader, the Legal Department, Ethics & Compliance or a Human Resources Manager. Additional information is provided for common examples of conflicts of interest. Having a conflict of interest is not necessarily a Code violation, but failing to disclose it is.



Conflict of Interest Considerations

- Do my outside interests influence or appear to influence my ability to make sound business decisions?
- Do I stand to benefit from my involvement?
- Does a friend or relative of mine stand to benefit?
- Could my participation in this activity interfere with my ability to do my job?
- Is the situation causing me to put my own interests ahead of Avista's interests?
- If the situation became public knowledge, would I be embarrassed? Would Avista be embarrassed?

Corporate Opportunities

You may not take advantage of business or investment opportunities you become aware of through Avista. Any opportunities which are discovered through your work at the Company belong first to Avista except as otherwise agreed to by Avista.

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

Our Business Practices



Financial Investments

In general, investments made by us or by our immediate family members in publicly-traded or privately-held businesses will not create a conflict of interest. Investments may create a conflict of interest if you or your relatives have an ownership, beneficial or financial interest in businesses or organizations with whom the Company has a relationship, competes or does business such as a supplier, customer, business partner or competitor. If you have discretionary authority in dealing with another company as part of your job or you own more than one percent of that company's issued and outstanding equity securities, you must obtain the approval of Avista's General Counsel.

Outside Activities

We are encouraged to contribute to our communities and professional organizations and we may engage in activities or do work outside Avista provided it does not interfere with our ability to do our job at Avista. Depending on the circumstances, approval may be required from your leader and Avista's General Counsel if Avista has a relationship, competes or does business with the organization. Similar approval may be required for speeches and presentations outside the Company if the presentation describes your work with Avista or you are formally identified as an employee of Avista and you will receive payment or expense reimbursement for the activity. You should speak to your leader or Avista's General Counsel if you have questions about outside activities.

Board Appointments & Advisory Roles

Employees should avoid accepting board appointments or advisory positions with Avista's competitors or business partners when your judgment could influence, or appear to influence, your decision making. Approval by Avista's General Counsel is required to serve for any for-profit organization. Approval is not required for charitable or other non-profit institutions or trade organizations. You should discuss these opportunities with your leader.

Personal Relationships

Avista allows relatives and others with close relationships with 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** which are designed to ensure the equitable treatment of employees and limit the appearance of impropriety..

Potential Conflict of Interest Situations

- **Financial Interests** –Owning a financial interest in Avista's suppliers, customers, competitors or other business partners
- **Outside Activities** – 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 of products, services, political candidates or organizations on behalf of Avista.
- **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** – Cash (or cash equivalents), gifts, discounts, meals and entertainment from suppliers, potential suppliers, customers or competitors.
- **Avista Resources** – Using Avista property, materials, supplies, funds or other resources for personal purposes.
- **Personal Relationships** – Business or family relationships with any other employees of the Company.

Our Business Practices



Confidential Information

We comply with data privacy laws and respect the privacy of our customers, co-workers, and others with whom we conduct business. Confidential and proprietary information generated by Avista is an important Company asset that we must treat with care and protect from disclosure to any person or entity unless authorized by the Company or legally mandated. This includes the confidential information of our business partners, suppliers, customers 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.

You may not share confidential information or make unauthorized copies and you should be mindful of casual conversations in public that may be overheard by others. Confidential information acquired during the course of your employment with Avista may not be used for your personal benefit. Your obligation not to disclose 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

Employee Information

We respect the privacy of our co-workers, and we are committed to protecting sensitive personal employee information in a confidential manner. This includes personal medical, family and financial information during and after your Avista employment.

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



Examples of Confidential Information

- Trade secrets, copyrights
- Intellectual property
- Ideas, techniques, inventions
- Data, designs, drawings, specs
- Research, processes, procedures
- Financial information
- Business strategies
- Employee, personal, medical and compensation information
- Customer information

Customer Information

We are committed to safeguarding the privacy of customer information at Avista. To serve our customers, we collect and store private customer information such as name, address, phone, type of service, personal identifiers and payment history. This information must be treated as confidential and used only for internal business purposes.

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

Our Business Practices



Intellectual Property & Invention Assignment

Intellectual property rights (our trademarks, logos, copyrights, trade secrets, patents and “know how”) are some of Avista’s most valuable assets. You have a responsibility to clearly understand Avista’s policies on invention and ownership and to safeguard Avista’s intellectual property from unauthorized access or disclosure to help protect our competitive advantage. It is also important that we respect the intellectual property rights of others and avoid unauthorized use. You should seek advice from the Legal Department before you solicit, accept or use proprietary information.

Consult with your leader or the Legal Department if you have any questions regarding how to identify, report, handle or protect Avista’s intellectual property.

You play an essential role in protecting our Intellectual Property

Examples of Confidential Information

- Discoveries and developments
- Inventions and ideas
- Concepts and designs
- Processes and improvements
- Computer programs
- Formulas
- Business Plans



Information and Records Management

Information and records, whether confidential or non-confidential, are valuable assets to our business. Our records are important as evidence of Avista’s business activities, decisions, operations, and transactions to meet our business, financial reporting, and legal needs. This includes all information, data, communications, and documents created or received by Avista and stored on paper, photographic or electronic media. You are responsible for retaining information that may be relevant to current or threatened litigation until you are instructed to do otherwise. It is against Company policy to intentionally and unlawfully destroy, mutilate, alter, or conceal any evidential records.

If you produce, receive, or store records of any type, you have a responsibility to know and follow our records management and records retention policies to ensure proper creation, retention, and destruction of those records in your care in compliance with legal and regulatory requirements. You are responsible for maintaining the confidentiality of our records and their sensitive information throughout the record life cycle. It is unacceptable to prepare records or reports that intentionally mislead, omit, or delete important information from the record.

Our Business Practices

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. Our records help us to fulfill our financial commitments and are the basis on which we make important strategic decisions.

Each of us has an obligation to follow all internal controls in recording and maintaining our accounting and financial records. To do this, you are expected to follow our **Regulatory Accounting Guidelines and Policies** as well as applicable laws, rules and regulations that govern our accounting practices and reporting. This includes:

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



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 in accordance with the rules set forth by our public utility commissions.

Such rules are designed 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 be recorded to accurately reflect all time and material costs to the appropriate company to avoid misallocation of costs between the entities. Additionally, the existence of contracts or services between Avista and any affiliate or subsidiary is subject to regulatory reporting requirements. You should be familiar with the requirements outlined in the **Reporting of Affiliated / Subsidiary Interest Contracts or Services**.

Travel & Expense Reimbursement Policy

You are expected to follow our **Travel and Expense Reimbursement Policy**. 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.

Our Business Practices

Insider Trading

It is imperative that you understand that insider trading activities are illegal and carry severe consequences. In the course of your work, you may have access to information about our Company, our customers, or companies with which we work that has not been released to the public, but which might be important in influencing someone in deciding whether to buy, hold, or sell stock.

That knowledge makes you an “insider.” Trading on this inside information is against the law. 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 other companies if you have insider information about that company.

Tipping is also a violation of 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 forecasts
- Executive management team changes
- Non-public information about proposed mergers or acquisitions
- Unannounced stock split or offering of additional securities
- Actual or threatened litigation or major wins or losses

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 it 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.



Our Relationships



Our relationships earn trust and create value

Our Relationships



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. Be sure that they understand the risks and dangers at hand and that you provide them with directions about how to acquire additional safety-related information.



**Know what's below.
Call before you dig.**

Environmental Stewardship

Our environmental work is as core to our business as the wires and pipes that deliver energy to our customers. Environmental stewardship has always shaped our operations. We strive to protect and enhance the environment by conducting our business in ways that honor the integrity of the natural resources in the areas we serve.

We design, build and operate our facilities to make efficient use of resources, promote sustainability, prevent pollution and avoid, reduce or mitigate environmental impacts. Avista is committed to an environmentally responsible approach to business planning, compliance, pollution prevention, emergency preparedness and response, natural and cultural resource management, communication, employee training, community relations and continuous improvement. We set environmental objectives, monitor our performance, and implement and improve our programs.

Avista strives to surpass environmental laws and regulations in practicing practical stewardship in the best interest of the environment and our communities. As employees, we support this commitment to protecting human health and the environment throughout the course of our work.

To Report an Environmental Concern or Spill:

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

Our Relationships



Corporate Communications

Information that we provide to our external stakeholders must be open, authentic, credible and professional. To ensure that information conveyed to the public, regulatory authorities and others are consistent, accurate and complete; we have designated individuals to serve as our company spokespersons and official communication channels. All media relations and media contacts are coordinated with Corporate Communications. Unless you have been trained and authorized to do so, do not make any public statements on Avista's behalf. If you are contacted by the media or another external party regarding Company information, you should refer them to our Corporate Communications department.

Avista Communications

Avista strives to establish a climate of communication that is open, authentic, credible and professional.

If you are planning communications or you are contacted by the media, contact a communications manager:

**24/7 Media Line
509.495.4174.**

Social Media

Social media is any internal or external technology platform that allows individuals to create and share content and comments. 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 and follow our Social Media Guidelines](#) and ensure that your use is consistent, whether for internal, non-official Company communication or external personal use.



Regulatory Commission Communications

Regulatory interactions and communication are coordinated through the Regulatory Affairs Department to provide continuity and consistency and to meet the needs of the regulators as promptly as possible.

There may be times when employees should have a need to communicate with a regulator. On those occasions, it is important that you work with Regulatory Affairs as outlined in the **Coordination of Regulatory Communications** to provide adequate and accurate information and to work toward the best possible outcome for all of our stakeholders.

Legal and Regulatory Proceedings

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. If you have questions about these legal requirements, contact the Legal department for guidance.

Our Relationships

Fair Dealing

We are committed to treating our business partners with respect. We are expected to act honestly, fairly, and in good faith in any dealings with our customers, suppliers, competitors, employees, and others.

Engaging in any illegal or unethical business practices is strictly prohibited. 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, including any former employees, will be gathered through ethical and legal means and the confidentiality of such information shall be respected.

Anti-Bribery & Anti-Corruption

All of our dealings on behalf of Avista are conducted in a transparent manner that does not compromise the integrity or harm the reputation of Avista. We are committed to conducting our business in compliance with anti-bribery and anti-corruptions laws. Even if permitted by applicable legislation or if customary in a jurisdiction, engaging in activities that would violate anti-bribery laws such as the making of facilitation payments and offering, authorizing or paying bribes to foreign officials or agents in exchange for obtaining or retaining business is strictly prohibited.

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



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

Working with Suppliers

When working with suppliers, you may not:

- 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.
- Publicly endorse products or services or the firms or individuals who supply them without advance approval from Supply Chain and the Legal Department.

Our Relationships

Gifts and Entertainment

Suppliers, vendors and others who do business with us are vital to our Company's success. To keep our relationships with them fair, honest, and objective, we avoid conflicts of interest. While most gifts and entertainment offers are harmless gestures made in the spirit of giving, any gift that creates a sense of obligation or compromises your professional judgment is always inappropriate.

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. Always ask for help from the Ethics & Compliance or Legal Departments if the right thing to do is unclear.

If you are in a position to influence buying decisions for goods or services, you may be especially vulnerable to potential conflicts of interest, whether real or implied. This includes anyone with responsibilities for the following types of work:

- Establish criteria or specifications for procurement of goods and services
- 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 should:

- Return it if at all possible
- Donate the item to charity
- Place plants or flowers in a central location for all employees to enjoy
- Share food gifts with co-workers

Accepting Gifts

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 gift, you need to politely decline the offer, explain that you are simply performing your job and that you cannot accept gifts or tips.

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

Charitable Participation

We are invested in the communities we serve and pride ourselves on our commitment to being a responsible corporate citizen. Our commitment to social responsibility is demonstrated through meaningful philanthropic support. The **Avista Foundation** serves as our primary charitable vehicle to broaden the reach of local organizations, improve local economies and strengthen communities in which we live, work, serve, and play.

You are encouraged to consider donating some of your personal time, talents and energy by serving our communities in a volunteer capacity. When volunteering, please remember that you cannot represent the Company in any related transactions or make any commitments on our behalf. Likewise, your personal volunteering may not interfere with your normal work responsibilities, nor may you use Company assets to carry out your volunteer activities. There may be exceptions to these restrictions during Company-sponsored volunteering efforts, so please check with your leader.

[View the Avista Foundation](#)



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 encourage everyone to participate in the political system and to speak and vote for your own views.

If you seek or obtain any political-related commitments, they cannot interfere with your normal work responsibilities, nor are you authorized to speak on behalf of the Company in any political activity or role.

Additionally, 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 political activity. If you have questions, contact Government Relations.

Ethical Decision Making

Our Code of Conduct is not a complete guide to every legal, ethical or policy issue that may arise. There are simply too many possible scenarios and unique circumstances that we face during the course of our work to cover. We expect you to rely on your own good judgment to translate our Code from words to actions when you are faced with challenging issues. You should be alert to signs that you or your co-workers need assistance in determining the right course of action. When this happens, seek additional guidance from your leader, a Human Resources Manager, Ethics & Compliance, or the Legal department. The **Making Ethical Decisions** guide may be useful if you have any questions about the steps to take.



1 Stop

Acknowledge your instincts if this decision feels different from other problems that you have faced. Take time to consider your options, do not rush.

2 Reflect

Consider the possible outcomes, both positive and negative. Is your decision aligned with the spirit and intent of our Code?

3 Ask

Ask questions and get help to make the right decision. Will your decision build or harm trust with our stakeholders?



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 <http://avistacorp.ethicspoint.com>

