

# CODE OF BUSINESS CONDUCT

*DO THE RIGHT THING*



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# DO THE RIGHT THING

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INTRODUCTION

01

A stack of pipes with rusted ends and green-painted bodies. The pipes are arranged in a stack, with the rusted ends of several pipes visible in the foreground. The background shows more pipes, some with green paint. A white horizontal line is positioned above the '01' page number.

# A MESSAGE FROM OUR CEO

Dear fellow employees,

We've been in business for more than 135 years because of the values we demonstrate to our customers, communities and co-workers. We earn their trust through the decisions we make and the actions we take every day. That's why we hold ourselves to a high standard of ethics and integrity.

The Code of Business Conduct reflects these values. It's a guide to help us make decisions and resolve ethical concerns that might come up as we do our work. We all need to know and follow the rules related to our business and our jobs. The Code discusses some of these obligations.

In this updated Code, you'll see additional tools you can use when you have questions.

However, the Code may not answer all your questions. If you encounter a situation where the rules are unclear or you don't know what the right decision is, please speak up. Ask your supervisor or another member of management. You may also contact our Corporate Compliance Team or make a confidential or an anonymous call to our Ethics Helpline. Any of these

resources will help you find the right answer.

Maintaining our culture of compliance is all of our responsibility. Never allow anyone or any circumstance to compromise your commitment to integrity.

If you notice something that does not meet the high standard we set for ourselves — whether in this Code of Business Conduct or in any other policy — promptly report your concern. No one who, in good faith, raises a concern, makes a report, or asks a question about compliance, ethics, or safety will be subject to discipline or retaliation. That's our commitment to you.

Thank you for being a part of Black Hills Corporation and our commitment to service with integrity. Your dedication to our values makes our company a great workplace. It will also help us remain the energy partner of choice.

Sincerely,



**Linn Evans**  
President and CEO





## **A MESSAGE FROM OUR BOARD OF DIRECTORS**

The Audit Committee of the Board of Directors has oversight responsibility for the Ethics and Compliance Program. Our Audit Committee receives quarterly updates regarding the Ethics and Compliance Program from our Chief Compliance Officer or his or her designee.

Our Code of Business Conduct applies to employees, directors, consultants, agents, vendors, suppliers, contractors and other representatives retained by or doing business on behalf of our company.

## **A MESSAGE FROM OUR CHIEF COMPLIANCE OFFICER**

Our Code of Business Conduct helps us work with integrity and always do the right thing.

However, not every situation is black and white. That's why – in addition to the Code and our other policies and procedures – you have access to people in our company who can be your resources if you face an uncertain situation.

Asking questions or raising concerns is activity we expect, encourage and protect. You will never be disciplined or retaliated against in any way for asking questions or voicing good-faith concerns. Speak up if something doesn't seem right or if you don't know what to do.

By referring to the Code, using good judgment, and asking questions, you'll likely find it's much easier to always do the right thing.

**Darren Nakata**

*Senior Vice President, Chief Legal Officer, Corporate Secretary and Chief Compliance Officer*

# DO THE RIGHT THING

TRANSFORMATION



## CORPORATE COMPLIANCE RESOURCES

If you ever have questions about our Code of Business Conduct, our company policies, compliance training or any other compliance matter, talk to any of the resources listed below. We're always happy to answer any questions.

- Your direct supervisor
- Human Resources
- Legal Department
- Internal Audit
- Corporate Compliance team
- Ethics Helpline at 888-418-1644 or online at MyComplianceReport.com | Access ID: BHCO

## OUR CODE OF BUSINESS CONDUCT

How we do business is as important as what we do. We follow all federal, state, and local laws, rules, and regulations, as well as our internal policies and procedures. We practice the highest business, legal and ethical standards. Our personal responsibility is at the core of our commitment to the Code of Business Conduct.

Our Code helps us understand our company's standards and expectations. It's our guide to working with integrity and helping us do the right thing.

Our Code cannot address every situation. But by referring to the Code, using good judgment, and asking questions when we don't know what to do, we can easily avoid many problems.

We all have to speak up if we are aware of or suspect illegal or unethical behavior or violations of our Code.

### OUR CODE PROMOTES:

- Honest and ethical behavior in all relationships
- Fair and honest business practices
- Prompt reporting of any actual or suspected Code violations
- A work environment free from fear of retaliation
- Protection of all confidential and proprietary information
- Compliance with all laws, rules and regulations

### APPLICABILITY

The Code applies to all employees, directors, consultants, agents, vendors, suppliers, contractors and other representatives retained by or doing business on behalf of our company.

## OUR CODE OF BUSINESS CONDUCT COMMITMENTS

### Black Hills Energy will:

- Provide a workplace environment where we all do the right thing all the time
- Provide a workplace environment where employees feel comfortable asking questions or voicing concerns without fear of retaliation
- Provide resources to seek guidance and voice concerns
- Investigate reported concerns promptly, thoroughly and fairly
- Provide training on our Code to all employees annually

### As employees, we will:

- Understand the laws and regulations related to our jobs
- Be honest, fair and trustworthy
- Report actual or suspected ethical or illegal misconduct
- Seek guidance when we are unsure
- Cooperate with any investigations
- Complete annual Code training

### As leaders, we will also:

- Set a positive example through our own ethical behavior
- Provide a comfortable environment for open and honest ethical discussions
- Listen and promptly respond when employees seek guidance
- Never discipline or retaliate against an employee for raising a good-faith concern
- Promptly engage our Corporate Compliance team on reported concerns
- Make sure all employees complete our annual Code training

# OUR VALUES AND RESPONSIBILITIES

## HOW WE DO BUSINESS IS AS IMPORTANT AS WHAT WE DO

Our values impact every aspect of our company. We demonstrate those values as we interact with each other, our customers and our communities.

We also show our values in the service we provide. Throughout our history, our values have been essential to our success. They guide how we act in the workplace and in our communities.

## DO THE RIGHT THING!

Our Code provides tools and information to help us make decisions when we're faced with difficult situations.

### If you are unsure whether a situation raises ethical concerns, ask yourself:

- Is this legal, and am I authorized to do this?
- Is this the right thing to do?
- Does this make me uncomfortable?
- Is it consistent with our company policies and values?
- How would my co-workers, friends and family feel about my choice?
- How would I feel if this appeared in the news or on social media?

## DEMONSTRATING OUR VALUES EVERY DAY

We should all be respected and valued at work, and we should respect and value our co-workers. These core values create a supportive and productive environment for everyone.

Whenever we observe behaviors or situations that don't seem right, we need to ask questions and voice our concerns.

We always do the right thing. Our Code provides guidance when we are confronted with difficult situations.

The integrity of our business practices is the foundation of our company. We're fair and honest at all times. We all must act in a way that demonstrates integrity and respect.

We listen to and take concerns seriously; we promptly and thoroughly investigate all issues.



**I believe my co-worker is violating our Code, but I don't know for sure. What should I do?**



Talk to your supervisor or our Corporate Compliance team, or call our Ethics Helpline. You can also report concerns to Human Resources, Internal Audit or the Legal department.

You are on the right track; you recognized a behavior that doesn't seem right and you are seeking guidance. The following behaviors are examples of violations of our Code of Business Conduct:

- Making unwanted physical contact
- Possession of sexually suggestive images
- Making sexually suggestive statements, gestures or actions
- Making or participating in inappropriate, demeaning or offensive jokes or comments
- Using profanity
- Insubordination, abusive or threatening language toward supervisory personnel, other employees, customers or contractors
- Retaliation of any kind
- Harassment, stalking or bullying

If something seems wrong, we encourage you to ask questions.



A good-faith report is one you believe to be true and one you report without spite or consideration of personal benefit.

**Good faith:** A sincere intention to deal fairly with others.

## ASK QUESTIONS, SPEAK UP

Never hesitate to ask a question or report a good-faith concern. If you ever face a situation where you believe someone has violated or will violate the Code, or if you are ever pressured or asked to compromise any aspect of our Code, please speak up.

### To report an actual or suspected Code violation, or to ask questions, contact:

- Your supervisor or next level of management
- Corporate Compliance team
- Your HR Business Partner

### You can also make a report anonymously:

- Online at MyComplianceReport.com | Access ID: BHCO
- By calling the Ethics Helpline at 888-418-1644

The Ethics Helpline is staffed by live operators and maintained by an independent, outside service. The helpline is available 24 hours a day, seven days a week, 365 days a year. Calls are free, confidential and may be made anonymously. Employees who contact the Ethics Helpline will create a password and be assigned a unique case number. Use your password to check on the status of your report.

**You can choose to remain anonymous when using the Ethics Helpline. Please keep your case number and password in a safe place so you can follow up on your concern or question. We may have follow up questions about your concern, and you can assist with the investigation by calling or logging back in to provide additional details. Having all of the facts helps us get to the bottom of your concern or question.**

## WE DON'T TOLERATE RETALIATION

It's our obligation to protect you from retaliation. We encourage and expect you to ask questions, make good-faith reports and provide information.

You will not be punished, treated adversely or lose your job because you asked questions, reported concerns or participated in an investigation.

Good faith does not mean you are always right, but it does mean you sincerely believe you are telling the truth about a situation.

If you believe you are being retaliated against, contact Human Resources, Corporate Compliance or the Ethics Helpline.

### COOPERATE WITH INVESTIGATIONS

We are all required to cooperate in any investigation the company conducts. We must always provide accurate and truthful information and never make misleading or untrue statements.

As a company, we not only conduct internal investigations, but we also are sometimes asked to participate in governmental investigations. If investigators from outside of our company ever contact you, refer them to our Legal Department.



#### What is retaliation?



Retaliation is any adverse action taken against an employee for exercising any rights the law protects. It can be obvious or subtle. Retaliation is behavior that negatively impacts an employee's workplace environment.



#### SOME EXAMPLES INCLUDE:

- Deliberately creating an uncomfortable, demeaning or hostile work environment
- Decreasing responsibilities or reporting relationships
- Denying training, development opportunities and advancement
- Exclusion from meetings one would normally attend

**To learn more**, reference the *Harassment and Retaliation Prevention Policy*.

## HOW WE HANDLE REPORTS

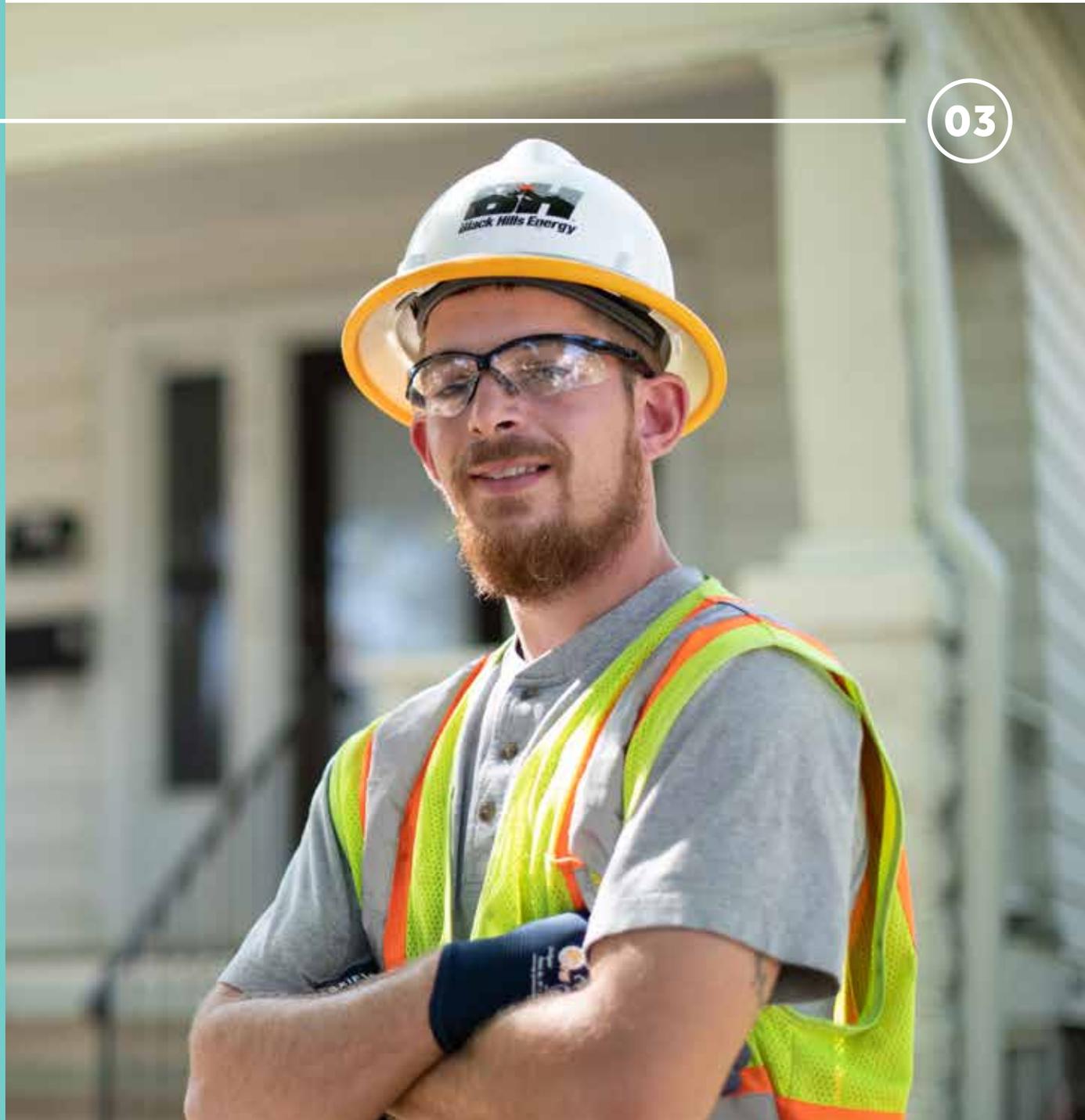
<p><b>Concern documented</b></p>	<ul style="list-style-type: none"> <li>• Regardless of how the concern is reported, it will be documented in our third-party ethics line reporting system</li> <li>• All matters and reports are treated confidentially, consistent with the need to conduct full, fair, and timely investigations, and to comply with any applicable legal requirements</li> </ul>
<p><b>Investigated by a neutral party</b></p>	<ul style="list-style-type: none"> <li>• We promptly and thoroughly investigate any concern brought to our attention</li> </ul>
<p><b>Issues addressed</b></p>	<ul style="list-style-type: none"> <li>• All substantiated concerns will be addressed through corrective action</li> </ul>
<p><b>Analysis</b></p>	<ul style="list-style-type: none"> <li>• Ethics activity is evaluated on a regular basis to identify trends that need to be addressed</li> </ul>

**REMEMBER:**  
 You will never be disciplined or retaliated against in any way for asking questions or voicing good-faith concerns. Speak up if something doesn't seem right.

# DO THE RIGHT THING

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PEOPLE & CULTURE



# OUR VALUES AND RESPONSIBILITIES

## WE LIVE AND WORK SAFELY

We're committed to maintaining a safe environment for each other, contractors, customers and the general public. Safety impacts every aspect of our business and lives. That's why it's important that we never compromise on safety.

### We are all responsible for our own safety and the safety of those around us. We must all:

- Stay alert to potential safety risks.
- Stay focused.
- Know the safety requirements of our jobs.
- Stop work that may be unsafe.
- Use our required protective equipment.
- Ask questions and raise concerns.
- Report unsafe conditions.
- Participate in safety meetings and trainings.

No job we perform is so important that it can't be done safely!

## VIOLENCE IN THE WORKPLACE

A safe environment is free from verbal or physical violence, threats, aggression or bullying.

### We do not tolerate:

- Threats or acts that create a hazard for anyone
- Violent physical contact or aggressive behavior toward anyone
- Threatening or intimidating verbal or written exchanges
- Harassment, stalking or bullying

Firearms, explosives or weapons of any kind are not allowed on any company property (except where and to the extent permitted by local laws).

If you witness a violent or threatening situation, contact the Security Operations Center. If you believe the situation presents an immediate threat to you or those around you, contact law enforcement.



**My co-worker has recently been hot-tempered and agitated, throwing tools and making threatening comments. It seems to be getting worse. I don't know if it's something personal or work related, but it's worrying me. What should I do?**



You have valid concerns and should report them. If you ever feel threatened or in danger, you should speak up. You can talk to your supervisor, manager, HR, the Security Operations Center or Corporate Compliance. You can also contact the Ethics Helpline.



**Do I really have to report a minor accident? No one lost any work time.**



You must report all accidents, no matter how minor. By reporting even minor incidents, we identify potential hazards and take corrective action before serious injuries occur.



**To learn more**, refer to these policies and procedures:

- Workplace Violence Prevention Policy
- View the safety procedures page on the intranet

## DRUG-FREE WORKPLACE

We must report to work free from the influence of drugs and alcohol. These substances impair our ability to give our best and to perform our responsibilities safely. They impair our judgment and motor skills and put others at risk.

We may not possess, use, or sell drugs or alcohol on company premises or while conducting company business.

As a company, we offer access to and encourage you to use the Employee Assistance Program. The program offers access to confidential and professional assistance.

## DISCRIMINATION- AND HARASSMENT-FREE WORKPLACE

We're committed to providing all employees with the same opportunities for success without regard to race, color, sex or gender, pregnancy, religion, age, national origin, disability, citizenship, sexual orientation, veteran status, or any other characteristic protected by law. We're also committed to maintaining a workplace free from discrimination and harassment.

Harassment can look and sound different to each of us. It creates or contributes to an uncomfortable, offensive or intimidating environment. Harassment can be physical, verbal, visual or written conduct. We don't tolerate harassment in any form.

Don't allow an inappropriate situation to continue by not reporting it, regardless of who is creating the situation. If you see or experience harassment, you have a specific duty to speak up immediately.

If you are a manager or supervisor, you have a specific responsibility to make sure employees report harassment and to immediately respond to any reported concerns.



**Sexual harassment:** Sexual harassment can happen under many circumstances. It includes unwanted verbal, visual or physical conduct that is sexual in nature.

Sexual harassment may include unwanted advances, inappropriate sexual jokes, sexually suggestive comments, touching, requests for sexual favors, or inappropriate comments about another's appearance.

**Harassment/bullying:** Harassment is any conduct that creates an intimidating, hostile or offensive work environment. It's also any behavior that has the purpose or effect of unreasonably interfering with an individual's work performance.

### SOME EXAMPLES OF HARASSING BEHAVIOR INCLUDE:

- Unwanted physical contact
- Threats
- Intimidation
- Sexually suggestive images, statements or actions
- Inappropriate, demeaning or offensive jokes, comments or messaging
- Negative stereotyping

**To increase your understanding**, please refer to these policies:

- *Drug and Alcohol Abuse Policy*
- *Affirmative Action and EEO Policy*
- *Harassment and Retaliation Prevention Policy*
- *Use of Tobacco Products Policy*
- *Workplace Violence Prevention Policy*

## ADDITIONAL Q&As



**My co-worker's breath smells like alcohol. What should I do?**



If you think a co-worker may be under the influence of any substance that could impair his or her work performance, you have a responsibility to bring it to the attention of your supervisor, manager, HR or Corporate Compliance.

Reporting this concern promotes a safe work environment.



**One of my co-workers frequently makes jokes of a sexual nature during meetings, and it makes me feel uncomfortable. What should I do?**



Offensive behavior, including inappropriate jokes, is not tolerated. If you are not comfortable raising the issue directly with your co-worker, or if talking to your co-worker doesn't work, talk to your supervisor, manager, HR, Corporate Compliance or contact the Ethics Helpline.



**I just returned from a party and have been drinking. What if I'm not on call but have been asked to come in and work during an emergency?**



Let the person who called you know your judgment is impaired and that it is not safe for you to drive, work or make important decisions. Don't report to work if you have been drinking.



**My supervisor is very passionate about his work, but sometimes, he yells at my co-workers and me. I hate being treated this way, but I'm afraid that if I say anything, my supervisor will decide that I'm not tough enough to succeed at my job. What can I do?**



You need to talk to someone in management about your supervisor's behavior. You may also talk to HR, Corporate Compliance or contact the Ethics Helpline.

Making sure that company leaders know about possible issues, like this example of potential bullying, means we have a chance to solve the problem quickly. Plus, your report may help your supervisor become a better manager.

### REMEMBER:

You can choose to remain anonymous when making a report to the Ethics Helpline. Call 888-418-1644 or visit [MyComplianceReport.com](https://MyComplianceReport.com) | Access ID: BHCO

## PROTECTING OTHERS' PRIVACY AND INFORMATION

The information we collect and store about our customers, vendors and other third parties is confidential and sensitive. This information is for business purposes only.

### Examples of confidential or proprietary information include:

- Employee or customer personal private information (such as name, address, or government-issued identification)
- Customer lists
- Budgets and strategic plans
- Financial forecasts
- Intellectual property

### We are all responsible for safeguarding the confidential information of our customers and vendors.

- Only access confidential information if you have a legitimate business reason
- Provide confidential information to other employees only if they need it to perform their job responsibilities
- Never provide the information to anyone outside the company without authorization from the customer or vendor



**My supervisor asked me to disclose some confidential information to one of our consultants. Do I need to make sure there is a non-disclosure agreement in place before sharing the data?**



Yes. Only share confidential information when there is a permitted business reason and in this instance, only if the consultant signed a confidentiality agreement or non-disclosure agreement. Contact the Legal department for additional guidance.



**I was at lunch away from the office today and overheard a group of co-workers at another table discussing a confidential acquisition. I wasn't sure what to do, but I did walk over to their table and let them know others could hear their conversation. Did I do the right thing?**



Yes. If you are ever in a situation where someone is discussing confidential information and could be overheard, make the participants aware. Also, report the situation to your supervisor, management or Corporate Compliance.

The situation you encountered is an example of why we should not discuss confidential information in a public setting.

The same problem can occur when confidential conversations take place at the office. There are times when a project or event is confidential and only a few employees know about it. It's important to maintain that confidentiality.

We should always be aware of our surroundings and our audience. Avoid having confidential discussions in open areas. Conduct those types of discussions in private offices or meeting rooms.



**To learn more**, refer to these policies:

- *Identity Theft Prevention Program Policy*
- *Notice of Meter Data and Privacy Policy*
- *Information Asset Classification Policy*
- *Personal Identifiable Information (PII) Data Handling Policy*

## PROTECTING YOUR PRIVACY AND INFORMATION

We collect and maintain personal employee information in compliance with all laws and regulations and only for legitimate business purposes. We have controls in place to protect your information from unauthorized access and use.

If you have access to or work with personal information, handle the information appropriately, and preserve its confidentiality. Don't use employee information for anything other than an appropriate business purpose.

## HOW TO HANDLE CONFIDENTIAL INFO

If you have access to personal, confidential or proprietary information, follow these best practices:

- Be careful when working on your laptop or a mobile device in public, such as airports, airplanes, public transportation, hotel lobbies, etc.
- Avoid using unsecured Wi-Fi.
- Don't lose files or devices containing the information.
- Be careful no one overhears you if you're discussing the information.
- Never discuss confidential information in public.
- Never take proprietary or confidential documents if you leave your employment with the company.
- Never send confidential information externally without ensuring all data is properly encrypted.

## CYBERSECURITY

We have technology resources to help protect us from security incidents. They also help us detect, respond and recover in the event of an incident. But technology can't prevent every attack.

We all need to use our equipment and resources appropriately.

### We all must:

- Exercise good judgment and caution when reviewing email and accessing the Internet
- Create strong passwords and passphrases and never write them down or share them with anyone
- Never use the same password for a work account as you use for a personal one

If you receive a suspicious email, delete it. If it's something you think you should open, contact the IT Helpdesk first.

If your computer or Internet browser behaves suspiciously, contact the IT Helpdesk.

### Always think before you click.



**What if I receive a phone call from the police department asking for information about a customer?**



Don't disclose any information about a customer unless you receive a subpoena. If anyone calls requesting any type of customer information, let them know it is against our policy to disclose customer information and direct them to the Legal department.



**I work with confidential information. Can I discuss any of the information with other employees?**



We must keep confidential information secure. You should only discuss it with other employees who need the information to perform their job responsibilities. If you have any doubts, contact your supervisor.

## PHYSICAL SECURITY

We each must protect our employees, facilities, products and information from loss or unauthorized access.

Our facilities are locked. Only those with authorized security clearance should access them. Some of our facilities have strict access requirements. We must make sure only authorized employees and escorted guests enter those areas.

### As employees, we must always:

- Wear our security badge
- Be aware of our surroundings and the people accessing our facilities
- Be aware of people entering without a security badge
- Question people we don't know if they don't have a badge
- Know and follow our corporate security policies
- If you observe something suspicious or unsecure, contact the Security Operations Center

## ELECTRONIC COMMUNICATION

Emails, instant messages and text messages are records of our communications, and they're company property. Messages we send or receive when using company resources aren't private.

When we use company-provided technology, we cannot have an expectation of privacy, including when accessing blogs or other social networking sites.

We all have a responsibility to communicate professionally and responsibly and to use good judgment when using any company-provided resources. Limit using those resources for personal purposes.

**If you do use company resources for personal reasons, make sure what you're using it for:**

- Does not interfere with anyone's productivity
- Does not involve illegal, sexually explicit, discriminatory or other inappropriate content
- Does not support a second job or personal, outside business dealings
- Does not disclose confidential or proprietary information

**Remember: When you hit "send" on an email, it's out of your control. Always communicate honestly, professionally and accurately.**



**To learn more**, refer to these policies:

- *Critical Infrastructure Information Protection Policy*
- *Information and Physical Security Policy*
- *Physical and Electronic Key Control*
- *Acceptable Use Policy*
- *View the Compliance and Enterprise Security pages on the intranet*

## ADDITIONAL Q&As

Q

**I have several contractors who need to complete the online training but they can't remember their passwords. We only have a small window when they are in the office so can I just login and have them complete the training as long as I am with them the entire time?**

A

It is never okay to log into any device with your credentials and allow someone else to use it.

Q

**I work with vendors in our location for deliveries, pickups, services, etc. Many of them have been issued security access badges so they can come in and do what they need to do without pre-arranging a time and contact. They do not have user IDs or an email address. Does the Code apply to these contractor/vendor arrangements? Do they have to take the annual Code of Business Conduct training?**

A

Yes. Our Code applies to all employees and all contractors, vendors or other third parties doing business on behalf of the company. Any third party issued an access badge will be required to complete the training.

Q

**I often email documents I am working on to my personal email address so I can work on them anywhere without having to worry about logging into the network.**

A

You should never forward work-related emails to your personal email. It is also important to never save documents or other working files to a thumbdrive, your home computer systems or personal mobile devices. We should all use the tools provided by our IT department to work securely from remote locations.

Contact the IT Helpdesk for guidance about how to properly access your company emails and files from remote locations, including your home.

### REMEMBER:

**You can choose to remain anonymous when making a report to the Ethics Helpline. Call 888-418-1644 or visit [MyComplianceReport.com](https://mycompliancereport.com) | Access ID: BHCO**

# DO THE RIGHT THING

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GROWTH



# OUR VALUES AND RESPONSIBILITIES

## CONFLICTS OF INTEREST

We are each responsible for avoiding activities, relationships or situations that could create an actual or potential conflict of interest or even the appearance of one.

A conflict of interest happens when our own interests, relationships or activities interfere with our company's interests or compromise our ability to be objective.

To maintain trust and integrity in our workplace, it is essential to proactively disclose any situation that could be perceived as a conflict of interest. Transparency is the most effective way to prevent misunderstandings and ensure ethical decision-making.

Employees are expected to disclose any personal relationships, activities, or interests that may appear to influence their professional judgment or responsibilities. You are not required to determine whether a conflict exists — simply report any situation that could reasonably be viewed as a potential conflict.

Once disclosed, the company will assess the situation and work with you to determine appropriate steps to address or resolve the potential conflict.

Some of the more common conflict of interest situations are:

- Instances where a family member or close personal friend is employed by or conducts business with Black Hills Energy, and you have, or may have, any decision-making authority or influence over related matters.
- Situations and discussions that could be considered a conflict of interest while participating in outside business/community relationships & events.
- Using company property or services for our personal benefit.
- Giving or receiving gifts or entertainment or anything of value that could create a sense of obligation or the appearance of one.
- Outside employment.



**I have a personal business refinishing and selling furniture. I disclosed it and received approval. Can I now send an email to my coworkers with a link to my website?**



While it is okay to let your coworkers know that you have a personal business, using company time and resources to promote personal ventures is not permitted. This helps maintain a professional environment and avoids any perception of endorsement or conflict of interest. Make sure you conduct your business on your own personal time.



**Conflict of interest:** A conflict of interest can happen when your interests interfere in any way — or even appear to interfere — with the company's interests.

A conflict situation can arise when you take actions or have interests that may make it difficult to perform your work objectively and effectively. Conflicts of interest also arise when you or a member of your family receives improper personal benefits as a result of your position with the company.

**Immediate family:** Spouses, children, parents, grandparents, step-parents, sisters, step-sisters, brothers, step-brothers, grandchildren, step-children, aunts, uncles, first cousins, nieces, nephews, and their spouses.

## BUSINESS ENTERTAINMENT AND GIFTS

Exchanging modest gifts and business courtesies — such as meals, entertainment, recreational activities, or promotional events — can help foster professional relationships. However, these exchanges must be handled with care to avoid the appearance of preferential treatment or conflicts of interest.

As a company, we do business with others based on the quality of their products and services — not on their ability or willingness to offer business courtesies or favors.

We never ask for a gift or courtesy and never accept cash or gift cards. We never use our position with our company to ask vendors, suppliers or contractors for preferential personal treatment.

Think about the circumstances carefully when faced with these situations. If you don't know if a gift or business courtesy is appropriate, ask your supervisor, management, Corporate Compliance or contact the Ethics Helpline.



### **BUSINESS ENTERTAINMENT**

You may attend an occasional meal or other business entertainment only if the event is business-appropriate and both the provider and the recipient are present.

#### **When offered travel or lodging for entertainment or a business event, you may accept only if:**

- You get approval from your supervisor and the chief compliance officer or his or her designee, and
- Others attending the event are also having expenses paid or reimbursed by the host, and
- Others attending the event represent a cross-section of people or organizations interested in the subject of the event



### **GIFTS**

#### **You may only accept gifts if:**

- They are nominal in value (worth \$250 or less)
- They are given openly and infrequently
- They are not solicited
- They are customarily offered to others having a similar relationship
- They are not cash or cash equivalents (checks, loans, gift cards or gift certificates)

#### **You may never accept cash or cash equivalents such as gift cards or gift certificates, checks or loans.**



**Gifts** are usually goods and services but include any item of value. For example, when a person offering a meal or entertainment is not attending the meal or event, it is considered a gift.

**Entertainment** refers to situations where both a representative from the provider and the recipient are present. Entertainment includes events such as fine arts events, sporting events or outings, social dinners or other social events, so long as they are not offered or extended as an incentive for doing business with the company.

**To learn more**, refer to these policies:

- *Business Entertainment, Gifts and Conflicts of Interest Policy*

## ADDITIONAL Q&As



**In appreciation for providing excellent service, a customer recently offered me a \$10 tip. Can I accept it?**



Our policy is to never accept cash gifts from customers, suppliers or anyone else, for any reason, because it gives the appearance of impropriety.

You should politely decline the gift and explain to the customer that providing excellent service is how we do business and that it is against policy for you to accept.



**Along with representatives of other companies, I was invited to an industry conference sponsored by and paid for by one of our suppliers. It will be held at a resort and the supplier will pay all expenses, including travel, and the cost of a golf outing one afternoon during the event. The purpose of the conference is to demonstrate the supplier's new line of software, which will support their ongoing service to Black Hills Energy. May I attend this conference?**



Since the supplier is attending the event, this is considered entertainment under our policy. You may attend the event and accept the offer if you have received approval from your supervisor and the chief compliance officer or his or her designee. There is a business purpose for this event, and since other companies are participating, there is no inference that the entertainment is being offered in exchange for special favors from our company.



**What are some general guidelines on avoiding conflicts of interest when giving or receiving gifts?**



You may give and receive common courtesies, such as novelty items. Occasional meals or entertainment may be OK if they are appropriate to the business relationship, are reasonable in value, were extended in the ordinary course of business and are reciprocated.

It's not OK to give or receive cash, cash equivalents or credit. You may never give or receive any gift or invitation that could place you in a position of being obligated or even give the appearance of an obligation to engage in business.



**A vendor offered me tickets to a local sporting event. Can I accept the tickets if the vendor does not plan to attend?**



Maybe. Since the vendor does not plan to attend the event, the tickets are considered a gift. If the supplier is not actively engaged in bidding or contracting for company work and the total value of the tickets is less than \$250 it's probably ok. To provide transparency and ensure there is no real or perceived conflict of interest you should submit a request with the details for review and approval by the Corporate Compliance office.

## INTERNAL CONTROLS

Reliable internal controls are essential for proper, complete and accurate accounting and financial reporting.

We all have a responsibility to understand the internal controls related to our jobs and to follow the policies and procedures associated with those controls.

If you see anyone circumventing, bypassing or ignoring any internal controls, report the situation to your supervisor, management, Corporate Compliance or contact the Ethics Helpline. Do the same if you have concerns about the effectiveness of any controls.

## AUDITS

Audits that our internal and external auditors perform help make sure we are complying with our policies, procedures and controls. Audits also help identify potential weaknesses so we can fix them.

We all must cooperate during internal and external audits and provide complete and accurate information and records. Never make false or misleading statements.

## ACCURATE RECORDKEEPING

The accuracy of our financial and other records is vital to our company. Each of us must make sure that information is complete and truthful.

We do not tolerate fraud or make false or misleading financial entries or statements.

We strive for accuracy and transparency in our financial reporting.

We cooperate fully with any governmental agency, regulator or auditor and provide accurate and complete information.

### We commit to:

- Accurately recording all assets, liabilities, revenues and expenses
- Following all internal controls and procedures
- Never making false or artificial journal entries
- Never establishing unsupported reserves or accruals
- Recording all hours worked truthfully and completely
- Submitting expense reports that reflect actual, legitimate business costs, supported by appropriate documentation when necessary
- Using company credit cards responsibly and only for authorized business-related purchases, following all applicable policies and approval processes.





**Does my supervisor have the authority to make me charge an incorrect work order or account?**



No. We are all required to make sure all charges to a work order or account are accurate and proper. It's your responsibility to enter accurate information. We should never do something we know is wrong just because our supervisor told us to. You should immediately report the situation to management, Corporate Compliance or contact the Ethics Helpline.



**I don't have time to check each invoice that comes across my desk. Shouldn't the Accounts Payable processor and the employee submitting the invoice be responsible for making sure it is correct?**



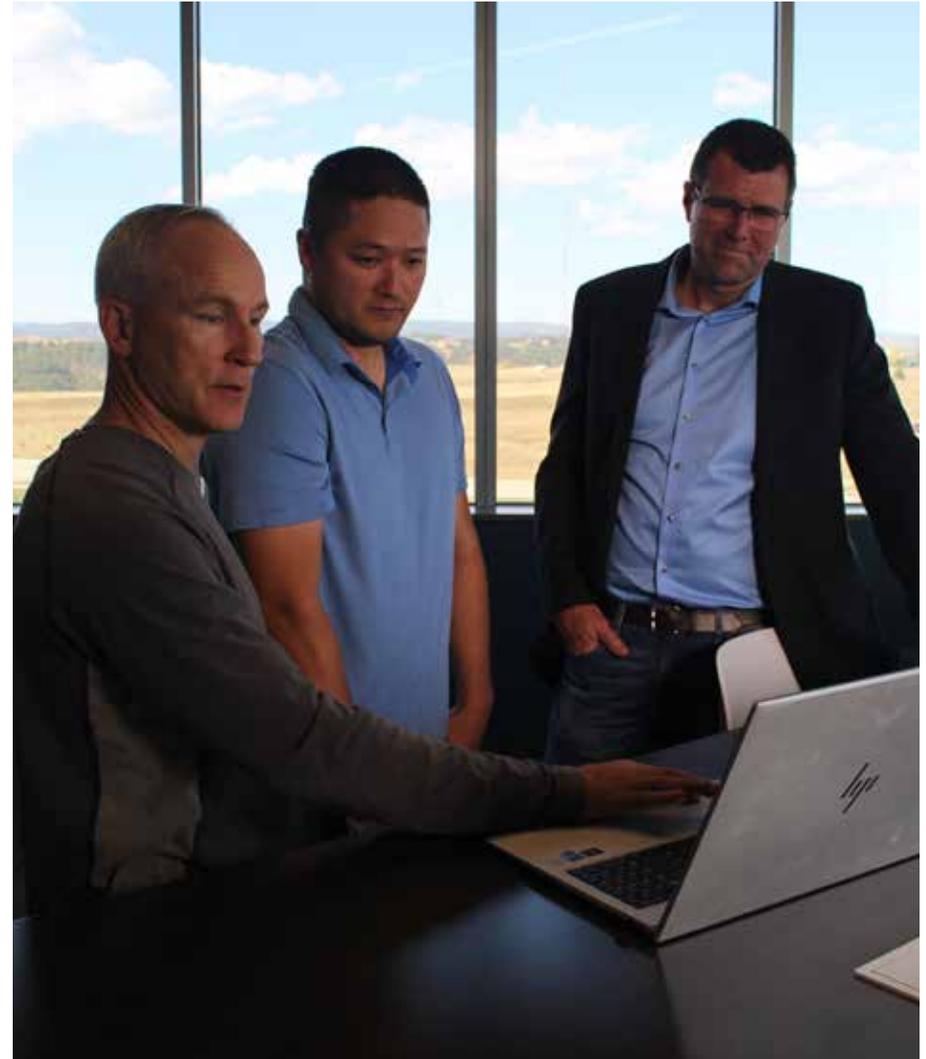
No. Each of us is responsible for making sure invoices and reports are accurate. If you're approving an invoice, you're responsible for its accuracy.



**I'm an hourly employee and usually work 8 hours a day. Today, I had to step away for an hour to handle a personal matter. Should I still report 8 hours worked?**



No - if you took time away from work for personal reasons during your scheduled hours, it's important to reflect that time accurately in your time report. As an hourly (nonexempt) employee, your pay is based on the actual hours you work, including any overtime. Reporting your time accurately helps ensure fair pay for everyone and keeps us in compliance with labor laws. Misreporting time—such as logging hours not actually worked—can lead to overpayment, underpayment, and legal risks for both you and the company. This includes forgetting to deduct personal time or breaks. Intentional misreporting is a serious matter and may result in discipline up to and including termination.



**To learn more**, refer to these policies:

- *Overtime, Call-Out, Standby (On-Call) and Other Additional Compensation Policy*
- *O&M Work Order Accounting Policy*
- *Payroll Policy*
- *Contract and Signature Authority – Policy 2*
- *Corporate Travel and Expense Policy*

## INSIDER TRADING

As a publicly traded company, we're subject to federal and state laws regulating our securities trading. These laws prohibit buying or selling securities based on inside information.

As employees, we have access to information about the company, so any of us could be an insider. An insider is a person who has knowledge of facts not available to the general public that could influence an investor's decision to buy, hold, or sell our stock.

You might regularly have access to inside information as part of your job. Or you might accidentally learn inside information from a document left on a copy machine or a conversation you overhear.

**It doesn't matter how you obtain the inside information; if you have it, you are an insider.**

- We do not buy, hold or sell securities based on inside information.
- We do not disclose inside information to anyone, including family or friends.
- We do not share confidential or non-public information with employees who do not need to know the information.

Each of us must follow the company's Insider Trading Policy when buying or selling company securities.

You are subject to disciplinary action, as well as potential civil or criminal penalties for buying or selling the company's securities when you have knowledge of material, non-public information.

You also may face sanctions or penalties for disclosing material, non-public information to someone who then buys or sells securities based on the information.



**A manager mentioned in a meeting that we're expected to have a significant decrease in earnings for the quarter. May I share this news with my friends and family? May I trade our stock?**



No. The information you overheard is considered "material." You, your friends or your family would be violating the law if you traded stock based on this information before it is publicly disclosed.



**Inside information:** Information about a company's financial or market situation obtained not from public disclosure but directly or indirectly from a source within the company or a source that owes the company a duty to keep the information confidential.

**Examples include:**

- Financial results
- Major business developments
- Significant changes in financial condition or business performance
- Major deals to buy or sell a business
- Changes in dividend policies
- Changes in senior management or the board of directors
- Significant litigation or government investigations

**Insider trading:** The purchase or sale of securities on the basis of material, non-public information (i.e. inside information)

**Material:** Of such a nature that there is a substantial likelihood that a reasonable investor would consider knowledge of the item to be important in making an investment decision

**Securities:** Documents that represent an interest or a right in something else, such as notes, stocks, or bonds

**To learn more,** refer to our *Insider Trading Policy*.

## COMPANY ASSETS

We all have a duty to keep our assets safe from inappropriate use, theft, loss, damage, or fraud. Taking or using company assets for unauthorized personal use is strictly prohibited.

We all use a variety of company resources to do our jobs. Examples include equipment, tools, vehicles, supplies, telephones, mobile devices, computers, email, the Internet, money, company credit cards and our time.

If you have portable company equipment, you must take all reasonable steps to make sure you're always using it appropriately and responsibly. Avoid leaving any devices or technologies where you could lose them or someone could steal them.

### When you're using company resources, remember:

- To follow applicable policies and procedures
- To protect physical assets, information and technology from theft or misuse
- To use company resources for appropriate business purposes
- To dispose of assets with proper approval

If you observe inappropriate use of company resources, report it to your supervisor, management, Corporate Compliance or contact the Ethics Helpline.

## INTELLECTUAL PROPERTY

We are each responsible for protecting the confidentiality and integrity of our company's intellectual property. Intellectual property includes things like trademarks, copyrights, patents, design rights, logos, trade secrets and brands.

We also protect and respect the intellectual property rights of others. We don't copy, distribute, or modify the intellectual property of others unless we have their consent.

It's likely we all access or receive copyrighted materials — like online publications, trade magazines, marketing brochures, images from the Internet, etc. Remember, do not use, distribute or share copyrighted information improperly. If you don't know the proper use of copyright information, contact the Legal department.



**You're working on a home renovation project and realize you need a specialized tool to complete the job. It's a tool you don't personally own, but you know the company has one in the shop. It's expensive, and since you only need it for a short time, you're thinking about borrowing it. That should be okay, right?**



No, that's not okay. Company tools and equipment are intended strictly for business use. Using them for personal projects — even temporarily — is a violation of company policy and could lead to disciplinary action, up to and including termination. It's important that we all respect and protect company resources to maintain trust and compliance.



**My supervisor circulates a weekly trade journal to our department. Am I allowed to copy articles from these journals?**



The subscription may come with certain copyright restrictions. Check with your supervisor to see whether or not photocopying is allowed. You can also contact the Legal department to find out if the journal is covered by our license agreement with the Copyright Clearance Center.



### EXAMPLES OF OUR INTELLECTUAL PROPERTY INCLUDE:

- Market research data, notebooks and results
- Software development
- Business analyses and plans
- Plant layouts, engineering designs and blueprints
- Technical drawings and blueprints
- Marketing strategies

**To learn more**, refer to these policies:

- *Overtime, Call-Out, Standby (On-Call) and other additional Compensation Policy*
- *Information and Physical Security Policy*
- *Acceptable Use Policy*
- *Motor Vehicle Operation Policy and Procedure*

## FAIR COMPETITION

As a company, we comply with all antitrust laws and are committed to full and fair competition. We don't participate in activities that reduce competition or restrict trade.

We strive to satisfy our customers' needs and avoid practices that improperly exclude competitors. We avoid unfair or deceptive marketing programs.

### Fair competition laws may apply to your job when you are:

- Dealing with competitors
- Participating in industry associations
- Dealing with customers
- Dealing with suppliers
- Collecting competitive information
- Gathering information about other businesses

## GATHERING COMPETITOR INFORMATION

Understanding the competitive landscape is important to our continued success. We follow certain guidelines when gathering information about our competitors' products, services and market activity. We get that information by reviewing publicly available materials.

We don't use illegal or unethical means — like theft or breach of a nondisclosure agreement — to get information.

### When gathering competitor information we:

- Review public sources, such as websites, analyst reports, and business and marketing literature
- Ensure our ability to identify the source
- Never try to get confidential information from competitors' current or former employees or from business partners, customers, or suppliers



**We are encouraged to look to “best practices” in the industry. Is there a danger in talking to representatives from other companies about what we're doing?**



It is possible. Particular risk areas include product pricing, allocating service territories, etc. When in doubt, talk to the Legal department before discussing our competitive practices or processes with others.



**I have just been hired from another company. I have a box of materials and electronic files from my former employer that would be helpful in developing marketing plans for the company. May I bring this information with me?**



You shouldn't bring confidential materials from a previous position. Just as it would be wrong for someone to take our confidential information when they leave the company, we should not use the confidential information of others.

## INTERNATIONAL BUSINESS

We abide by all laws and customs of other nations where we may do business. We must uphold our integrity in other countries as diligently as we do in the United States.

When conducting business in other countries, we must be sensitive to international legal requirements and United States laws that apply to international operations.

The Foreign Corrupt Practices Act generally makes it illegal to give anything of value to foreign government officials, foreign political parties, officials or candidates to award or keep business for our company. Even a small gift or inexpensive entertainment can be a violation.

In some countries, giving any gifts to or entertaining international officials is illegal. The difference between ethical and corrupt gifts and entertainment can often be unclear. Even if a payment is customary in certain situations — and is permitted by the Foreign Corrupt Practices Act — we have to get prior written consent from our CEO and chief compliance officer.

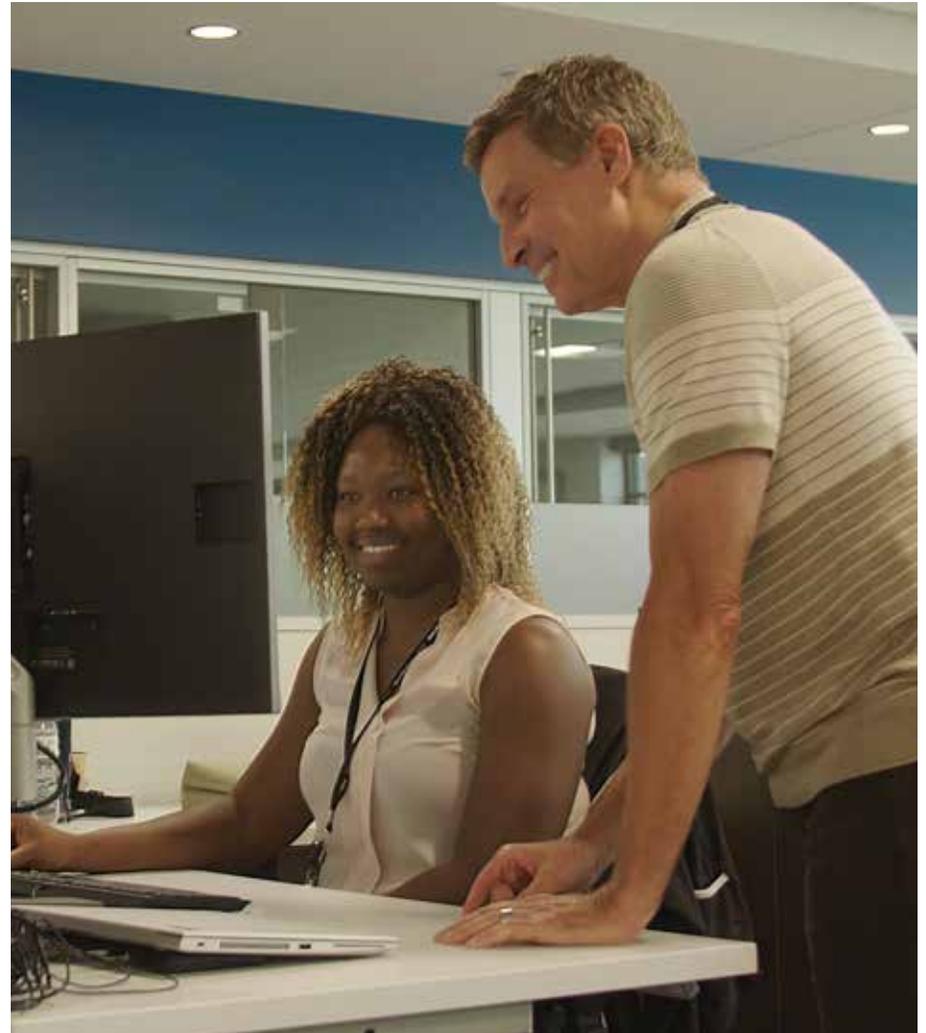
Contact the chief compliance officer or the Legal department whenever you're conducting business internationally or have questions about a certain situation.



### What is an international business relationship?



An international business relationship includes any company or individual who represents the interests of our company or interacts with governmental officials from other countries on our behalf. This includes joint ventures, alliances, agreements with international commercial agents, sales agents, software resellers, stock agents and distributors.



**To learn more**, refer to our *Compliance with the Foreign Corrupt Practices Act Policy*.

## REGULATORY COMPLIANCE

We follow all of the rules and regulations set by local, state and federal agencies. Each of us is responsible for understanding the rules and regulations that govern the jobs we perform.

The Federal Energy Regulatory Commission regulates the transmission and sale of energy in interstate commerce. These requirements have a large impact on how we conduct our business.

**FERC Standards of Conduct** require our transmission function employees to work independently of our marketing function employees who sell transmission or energy. The standards of conduct are intended to make sure our energy marketing group does not have an unfair advantage in the energy markets. Our marketing function employees cannot have access to or receive non-public transmission information.

**FERC Affiliate Restrictions** are intended to make sure our regulated companies don't enter into transactions that subsidize our affiliate companies. They also prevent our affiliate companies from gaining unfair advantage because of their relationship with our regulated businesses.

**NERC** is the organization FERC authorized to ensure the reliability of the bulk electric system in North America. We comply with all reliability standards, including the Critical Infrastructure Protection Cyber Security Standards.

We take all of our regulatory compliance obligations seriously. The regulations are complex and frequently change. But we're all responsible for understanding and following the rules and regulations that apply to our jobs.



**I need to bring a visitor into a critical infrastructure protection restricted area for just a minute. Do I really need to call the Security Operations Center?**



Yes. Any time you escort someone without access rights, you have to tell the Security Operations Center, regardless of how long your visitor will be in the restricted area.

Critical Infrastructure Protection regulations require that we log all access into a Critical Infrastructure Protection area. If you have authorized access, you must scan your access card every time to create a log of your access.



**Why is the FERC No Conduit Rule important to me?**



Any employee can serve as a conduit for passing non-public transmission function information to marketing function employees. You need to be aware of what constitutes non-public transmission information to ensure you are not inadvertently acting as a conduit.



**To learn more**, refer to these policies:

- *FERC Compliance Policy*
- *NERC Internal Compliance Program*
- *Critical Infrastructure Information Protection Policy*
- *Information and Physical Security Policy*

## ENVIRONMENTAL COMPLIANCE AND COMMITMENT

Environmental protection laws, regulations and reporting requirements impact nearly all aspects of our business. It's each of our responsibility to understand the environmental requirements related to our jobs.

We protect the environment and the interests of our shareholders, customers and employees.

We use the proper environmental technologies to reliably, responsibly and cost-effectively meet our customers' energy needs.

- We comply with environmental standards and promote a culture of environmental stewardship.
- We operate in a manner that ensures we meet or surpass applicable environmental rules and regulations. We monitor our operations to cost-effectively meet requirements and minimize risk and liability.
- We train operations employees to understand environmental compliance requirements related to their job duties.
- We provide regular reports to Senior Management and our Board of Directors regarding the status of our environmental compliance, issues and initiatives.
- We participate in the development of new technologies that support our environmental efforts and provide stakeholder value.
- We work with policy makers to make sure they have access to the best technical, scientific and economic information to develop public policy that protects the environment as well as our customers' and shareholders' interests.



**What does “sustainability” mean to our environmental efforts?**



Sustainability is a business philosophy that balances economic, social and environmental objectives. Thinking about our decisions with this philosophy in mind allows us to better understand the trade-offs required to balance these considerations.



**What is my role in the company's environmental obligations and compliance commitments?**



Whether you work in a plant, the field or an office, be sensitive to the importance of preserving the environment and natural resources.

Also, report to the Environmental Services department any condition that poses an environmental hazard or compliance issue.



**To learn more**, visit the Environmental Services page on the intranet.

## POLITICAL ENGAGEMENT

Federal, state and local laws govern corporate political activities. It is important that we stay informed about policy issues that impact our business. We do so transparently and in compliance with all laws.

As a company, we don't make political contributions with corporate funds. Eligible employees can make contributions to our Political Action Committee. The PAC directly supports candidates of each party for office at the federal and state levels. Employee contributions are strictly voluntary.

You can support the candidates and ballot measures of your choice. No one in the company can pressure you to contribute to a political cause. Any contributions you make to a political party, candidate or issue will never be considered a condition of employment or advancement within the company.

If you decide to run for public office, keep a few things in mind. The duties of a public office could create a conflict of interest and may require your time during normal business hours.

We must comply with all laws that govern relationships with the public officials we interact with as part of our job. When interacting with public officials, we:

- Communicate and interact in a courteous, professional and business-like manner.
- Follow rules that apply to business courtesies given to public officials.

### We do not:

- Create or contribute to any situation that compromises their responsibilities, judgment or objectivity.
- Discuss potential employment with the company without first consulting with human resources.
- Engage in *ex parte* communications when communicating with public officials.



**I would like to run for a position on the city council in my local community. Is this OK?**



We encourage you to engage in activities that support local communities but you need to ensure there is not a conflict of interest and there is no interference with your ability to perform your responsibilities to the Company. Before you seek or accept a position in an outside organization that could present a conflict of interest or requires time or travel away from your job, you need approval from your supervisor and Corporate Compliance.



**Public officials:** Government employees and representatives, including elected or appointed officials in foreign, federal, state and local governments, regulatory commissions and other oversight agencies

**Ex parte communication:** Any oral or written communication that is not on the record for any pending proceeding, where reasonable notice to all parties was not given

**To learn more,** refer to

- *Political Engagement Policy*
- *Service on Outside Boards, Committees and Organizations Policy*
- *Business Entertainment, Gifts, and Conflicts of Interest Policy*

## SUPPLIER ACCOUNTABILITY

We're committed to safety, diversity, environmental leadership, social responsibility and ethical business practices.

These fundamental values ensure that the decisions we make today are the right decisions for tomorrow. We expect our suppliers of goods and services to follow these fundamental values and apply them to how they do business.

Our suppliers must educate their employees, agents and subcontractors so they understand and comply with our Supplier Code of Conduct, as well as their own ethics and compliance guidelines.

If a supplier, their employees or their subcontractors see any of our employees or suppliers violating the Code of Business Conduct — or suspect an employee or other supplier of noncompliance — they must report it.

Contact our Ethics Helpline or any of the other reporting options listed in our Supplier Code of Conduct to make a report.

## COMPANY RECORDS

A company record can serve many purposes.

### For example, it may:

- Satisfy operating requirements, such as maintenance logs and service contracts
- Be evidence of ownership of company property, such as leases and deeds
- Show compliance with government regulations, such as financial reports or company policies and procedures

Follow our company records management policy and preserve company records for the time period stated in our company retention schedule. Documents and other information that aren't considered company records should not be retained past the time needed to serve a business purpose.

## LITIGATION AND COMPANY RECORDS

There are times when discarding company records and other information is not permitted, even if the retention schedule indicates the required time period has expired or the information is no longer needed to serve a business need.

The Legal department issues legal holds to employees who may have information or documents that could pertain to a lawsuit or investigation. After you receive a legal hold, keep all of your related documents or information.

Our Legal department maintains and manages the legal hold process. We all need to be aware of our responsibilities and follow instructions if we get a notice of legal hold.



**To learn more**, refer to these policies:

- *Supplier Code of Conduct*
- *Business Entertainment, Gifts and Conflicts of Interest Policy*
- *Records Management Policy*
- *Legal Hold Preservation Policy*

## ADDITIONAL Q&As



**I work in the field. What do I have to do with records?**



We all deal with records on a regular basis. Things like timesheets, emails, text messages, etc., are all company records.

For example, if you sign off on a service order, whether in paper form or in a computer system, you've created a company record.



**We are cleaning up our network drive and getting rid of the files we know are eligible for destruction under the company's retention schedule. Do we have to complete a request for authority to dispose of the records?**



Yes. We need to maintain a complete record of our record destruction processes. We need to be able to show we've managed our records pursuant to the time periods stated in our corporate retention schedule and that we didn't destroy any records until the appropriate time period had expired.

Contact the Records Management department for additional guidance.



**I have paper and electronic versions of the same contract and supporting documents. We normally keep the electronic version as the final company record, and I am just getting around to getting rid of the paper version. I received a notice of litigation hold, and this information may be related to the subject matter described in the notice. Can I still get rid of the duplicate paper files, since the electronic version is considered the official company record?**



No. Any time you have information potentially related to a pending litigation hold, you have to retain it until the legal department tells you the litigation hold has been released.

Even though the paper file is a duplicate of the official electronic version, we are required to keep all information that may be relevant to the litigation hold.

### REMEMBER:

You can choose to remain anonymous when making a report to the Ethics Helpline. Call 888-418-1644 or visit [MyComplianceReport.com](https://mycompliancereport.com) | Access ID: BHCO

# DO THE RIGHT THING

OPERATIONAL  
EXCELLENCE



# OUR VALUES AND RESPONSIBILITIES

## CUSTOMER COMMITMENT

One of our major goals is to provide a superior customer experience every day.

This means we conduct business fairly, ethically and lawfully. We never unfairly promote our personal or company interests at the expense of our customers and other stakeholders.

We communicate timely, honestly and respectfully and provide quality service in all we do.

## CHARITABLE AND COMMUNITY ACTIVITIES

We are proud of our commitment to the communities where we all live and work. As a company, we provide programs and resources to support our giving efforts.

We contribute time, resources and donations to our communities. Before you make a contribution on behalf of the company, make sure you're following the right processes. Contact your supervisor or business unit leader for guidance and approval.

You may be asked to serve or may actively pursue appointments on governing or advisory bodies of various nonprofit or for-profit organizations. Avoid activities that interfere with your job performance. Make sure you're not taking part in any activities that create actual or perceived conflicts of interest.

You'll need approval for volunteer activities that use our company resources — or require time or travel away from your job. Contact your supervisor or business unit leader for guidance.



## PARTICIPATION IN OUTSIDE ORGANIZATIONS

Before you seek or accept a position in an outside organization that could present a conflict of interest or requires time or travel away from your job, you need approval from your supervisor and Corporate Compliance.

You'll also need approval from the CEO before you can serve on the board of directors or other governing body of a for-profit company.

**To learn more,** refer to

- *Service on Outside Boards, Committees and Organizations Policy*

**COMMUNICATIONS WITH THE PUBLIC, INVESTORS AND THE MEDIA**

When we talk to the public, it is important that we speak with one voice. We must not make public statements on behalf of our company unless we are specifically authorized to do so.

If you receive an external inquiry, refer it to the appropriate department. If you are unsure, ask your supervisor.

Also, we don't respond to rumors. If you discover a rumor, send it to the Investor Relations or Legal departments.

**USE OF SOCIAL MEDIA**

Only certain employees are authorized to post to social media on behalf of the company.

When using social media for company purposes, we follow all company policies and clearly disclose our affiliation with the company.

If you use social media for personal purposes, exercise careful judgment, especially when posting comments about your job. Make it clear you're expressing our own opinion and not communicating on behalf of the company.

Comments must not include profane, demeaning or embarrassing content. It's never appropriate to post non-public information about our company.

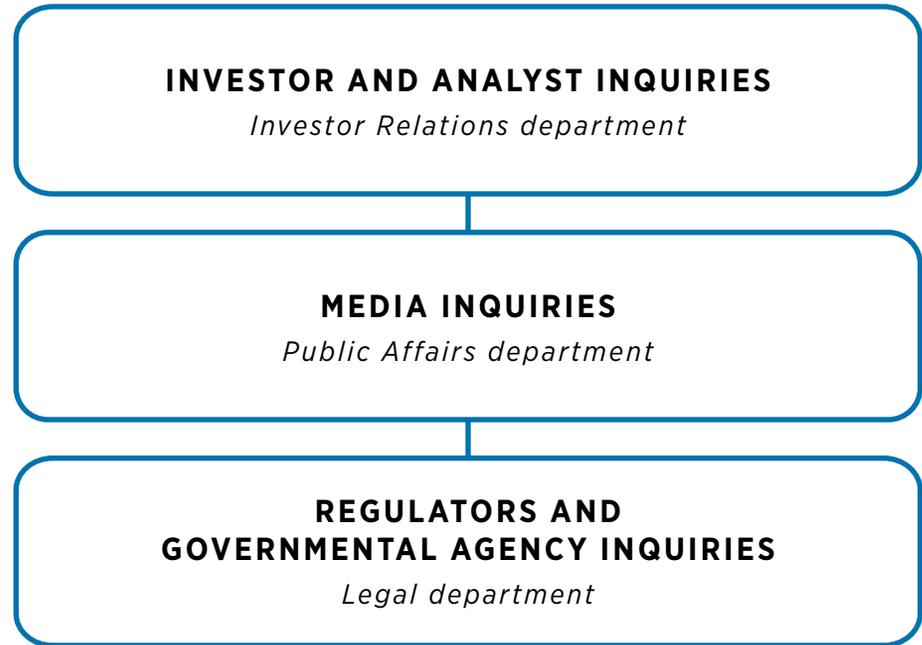
**Remember: Social media communications can have significant public implications for our company. We always exercise good judgment and follow our social media policies and procedures.**



**To learn more**, refer to these policies:

- *Communications with Analysts, Securityholders and Others*
- *Acceptable Use Policy*

**INQUIRY REFERRAL GUIDE**



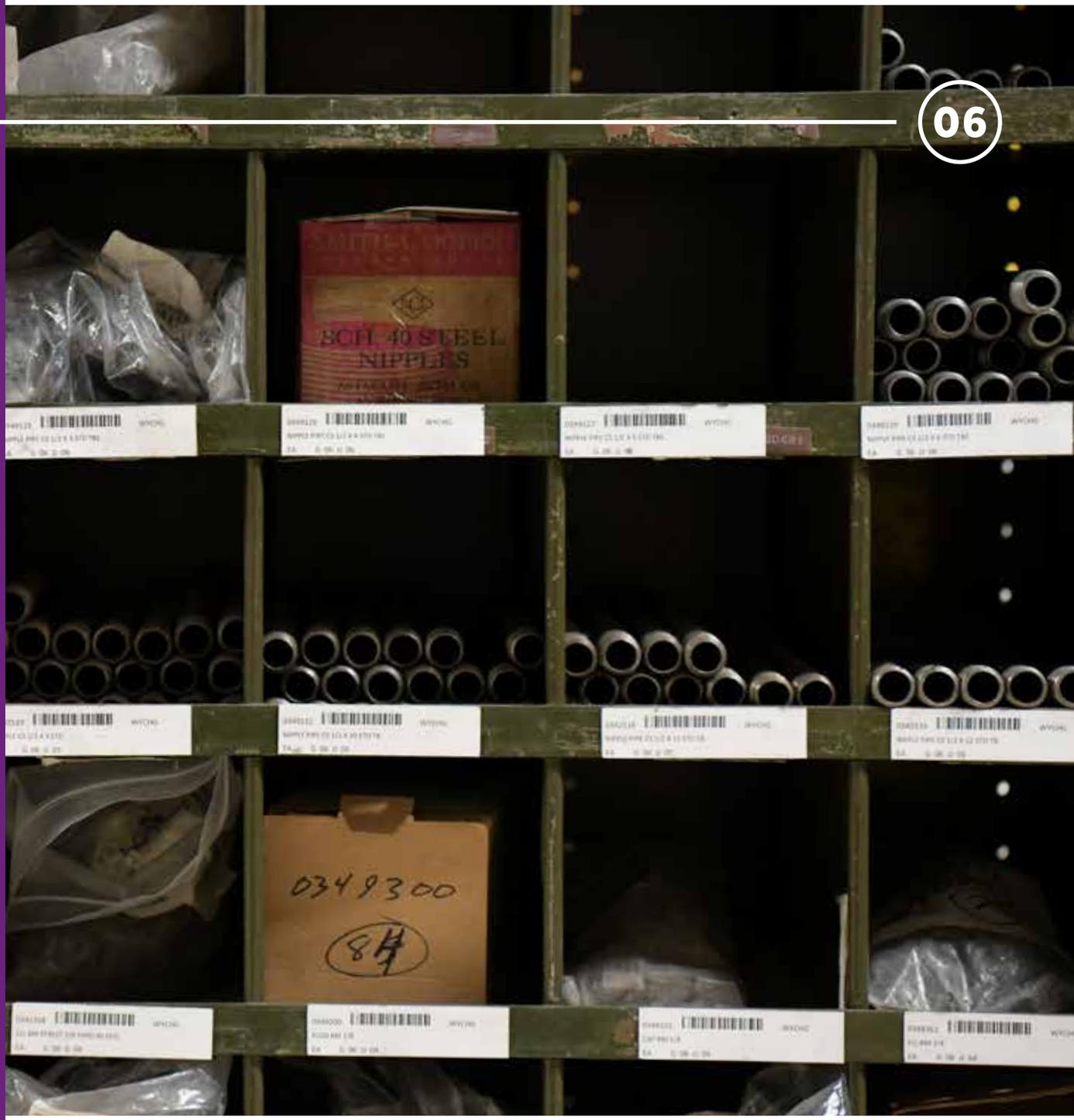
**I noticed a co-worker has been posting information on his Facebook page that relates to company growth strategies. I don't believe this is public information, and it probably shouldn't be posted on a social network site. What should I do?**



Report the potential violation to your supervisor, management, Corporate Compliance or contact the Ethics Helpline. Employees should never post non-public information to a social network site.

# DO THE RIGHT THING

APPENDIX & GLOSSARY



# APPENDIX

## WAIVERS AND AMENDMENTS

Any requests for waivers of the Code of Business Conduct for employees who are not executive officers must be directed through your supervisor to the Code of Business Conduct/Ethics designee. Requests for waivers for directors and executive officers must be directed to the Board of Directors through the General Counsel and Corporate Secretary. Only the Board of Directors may waive the applicability of the Code of Business Conduct for a director or executive officer. Any waiver granted to directors or executive officers, and the reason for granting the waiver, and any changes in the Code of Business Conduct applicable to directors and executive officers must be promptly disclosed to the shareholders of the company as required by law or regulations, and by New York Stock Exchange Rules.

The Board of Directors must approve any amendment to the Code of Business Conduct.

## RELATED POLICIES

Policies referenced in the Code of Business Conduct are listed below and can be accessed on the intranet.

- Acceptable Use Policy
- Affirmative Action and EEO Policy
- Business Entertainment, Gifts and Conflicts of Interest Policy
- Contract and Signature Authority – Policy 2
- Corporate Travel and Expense Policy
- Critical Infrastructure Information Protection Policy
- Drug and Alcohol Abuse Policy
- FERC Compliance Policy
- Foreign Corrupt Practices Act Policy
- Harassment and Retaliation Prevention Policy
- Identity Theft Prevention Program Policy
- Information and Physical Security Policy
- Information Asset Classification Policy
- Insider Trading Policy
- Legal Hold Preservation Policy
- Motor Vehicle Operation Policy and Procedure
- NERC Internal Compliance Program
- Notice of Meter Data and Privacy Policy
- O&M Work Order Accounting Policy
- Overtime, Call-Out, Standby (On-Call) and other additional Compensation Policy
- Payroll Policy
- Personal Identifiable Information (PII) Data Handling
- Physical and Electronic Key Control
- Political Engagement Policy
- Records Management Policy
- Service on Outside Boards, Committees and Organizations Policy
- Supplier Code of Conduct
- Use of Tobacco Products Policy
- Workplace Violence Prevention Policy



# GLOSSARY

**Company** – Black Hills Corporation and its subsidiary companies

**Company assets** – tangible and intangible items including: company facilities, equipment and supplies; money; products, computer systems and software; patents, trademarks and copyrights; other proprietary information; and employees' work time

**Company record** – any information, whether in hard copy or electronic form, that is evidence of company business, activities, or operations

**Confidential/proprietary information** – information we collect about our customers, vendors, and other third parties — includes employee or customer personal identifying information, customer lists, budgets and strategic plans, financial forecasts, and intellectual property

**Conflicts of interest** – occur when personal interests interfere in any way – or even appear to interfere – with the company's interests

**Employee** - any employee, officer or member of the board of directors of Black Hills Corporation or its subsidiary companies

**Entertainment** – refers to situations where both a representative from the provider and the recipient are present — includes events such as fine arts events, sporting events or outings, social dinners or other social events, so long as they are not offered or extended as an incentive for doing business with the company

**Fraud** - An activity that relies on deception in order to achieve a financial or personal gain, no matter the materiality.

**Gifts** – usually good and services, but include any item of value — for example, when a person offering a meal or entertainment is not attending the meal or event, it is considered a gift

**Good faith** – a sincere intention to deal fairly with others — a good faith report is one you believe to be true and one you report without spite or consideration of personal benefit

**Harassment/bullying** – any conduct that creates an intimidating, hostile or offensive work environment — it's also any behavior that has the purpose or effect of unreasonably interfering with an individual's work performance

**Immediate family** – spouses, children, parents, grandparents, step-parents, sisters, step-sisters, brothers, step-brothers, grandchildren, step-children, aunts, uncles, first cousins, nieces, nephews, and their spouses

**Inside information** – information about a company's financial or market situation obtained not from public disclosure but directly or indirectly from a source within the company or a source that owes the company a duty to keep the information confidential



## GLOSSARY (CONT.)

**Insider trading** – the purchase or sale of securities on the basis of material, non-public information (i.e. inside information)

**Legal hold** – legal obligation to suspend all destruction procedures and to preserve certain records

**Material** – of such a nature that there is a substantial likelihood that a reasonable investor would consider knowledge of the item to be important in making an investment decision

**Political contribution** – any (a) advance, gift, loan, conveyance, deposit, payment, or distribution of money or anything of value to influence an election; (b) transfer of funds between political committees; or (c) payment by a person other than a candidate or political committee of compensation for the personal services of another person that are rendered to a candidate or political committee

**Public official** – government employees and representatives, including elected or appointed officials in foreign, federal, state and local governments, regulatory commissions and other oversight agencies

**Ex parte communication** – any oral or written communication that is not on the record for any pending proceeding, where reasonable notice to all parties was not given

**Retaliation** – any adverse action taken against an employee for exercising any rights the law protects. It can be obvious or subtle – retaliation is behavior that negatively impacts an employee’s workplace environment

**Securities** – documents that represent an interest or a right in something else, such as notes, stocks, or bonds

**Sexual harassment** – unwanted verbal, visual or physical conduct that is sexual in nature – sexual harassment may include unwanted advances, inappropriate sexual jokes, sexually suggestive comments, touching, requests for sexual favors, or inappropriate comments about another’s appearance.

**Supplier** – any vendor of products or services to the company, including suppliers, vendors, contractors and consultants, as well as any supplier that the company is actively considering using, even if no business ultimately is awarded

**NOTE:** This Code of Business Conduct does not create a contract nor should it be implied that it creates a contract. Nothing in this document changes the fact that employment with the company is an at-will relationship, meaning that the employee or the employer may end the employment relationship at any time, with or without notice and with or without any cause.



**The Ethics Helpline is available 24 hours a day, seven days a week: 888-418-1644**