
IESO Supplier Code of Conduct

AUGUST 18, 2021

Version 1.0

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1. Purpose

The IESO, as a public entity, is committed to maintaining the highest standards of business ethics and demonstrating the IESO's values of expertise with humility, commitment and accountability, genuine caring, collaboration and teamwork, purposeful engagement, and openness to change in all we do. The IESO expects Suppliers to adhere to those same high standards. This Supplier Code of Conduct (the "**Code**") establishes the standards of behaviour that all Suppliers must follow during their association with the IESO.

2. Scope

The Code applies to and is binding on all Suppliers.

3. General Requirements

3.1 Compliance

- 3.1.1 You must read, understand, and comply with the Code during your association with the IESO. Compliance with the Code is a condition of continued association with the IESO.
- 3.1.2 You understand that non-compliance with the Code may result in sanctions, up to and including termination of your association with the IESO.
- 3.1.3 You must comply with the letter and the spirit of all applicable laws, regulations, the market rules, and applicable IESO policies during your association with the IESO.
- 3.1.4 You must report all actual or potential violations of the Code and conflicts of interest to your primary contact at the IESO as soon as you become aware of the issue.

3.2 Waiver of Compliance

- 3.2.1 Though strict compliance is the norm, common sense and good faith require that the IESO has the flexibility to address exceptional circumstances to avoid unjust or unreasonable results. In appropriate circumstances, the Chief Executive Officer of the IESO may grant a waiver of compliance with a specific provision of the Code. Each such waiver must be properly documented and reported to the Human Resources & Governance Committee no later than its next scheduled meeting.

4. Standards of Behaviour

4.1 Fair and Respectful Treatment of Others

- 4.1.1 You must treat everyone with dignity and respect, encourage workplace diversity, and contribute to a work environment where everyone feels that they are able to express their opinions and be heard.
- 4.1.2 You must not tolerate nor engage in harassment, including sexual harassment, threats of harassment or retaliation for reporting harassment.
- 4.1.3 You must not tolerate nor engage in discrimination based on grounds prohibited by the Ontario *Human Rights Code*.
- 4.1.4 You must not make defamatory or derogatory comments about the IESO. Any comments made related to the IESO or the sector must be made in accordance with the Code whether or not you use your own name or a pseudonym or post material anonymously.

4.2 Integrity and Anti-Corruption

- 4.2.1 You must use fair business practices, must not engage in any illegal or unethical behavior, and must have a process for reporting unethical behavior.
- 4.2.2 You must not allow bias, conflict of interest or inappropriate influence of others to override your professional judgements and responsibilities.
- 4.2.3 You must neither make bribes nor accept them, directly or indirectly, and must use reasonable practices to prevent bribery in all its forms.
- 4.2.4 You must not offer gifts, entertainment or hospitality to IESO employees or members of the IESO Board of Directors such that there would be reason to believe that there may be intent to improperly influence decisions or impair objectivity related to your business dealings with the IESO.
- 4.2.5 You must obtain prior written approval from the IESO before releasing for publication any information relating to business relations with the IESO or speaking as a Supplier in any public forum, including through social media, presentations to industry, community or business groups, and/or speaking with a media representative.
- 4.2.6 You must not engage in any conduct that would cause the IESO or other Suppliers to be in breach of any of the obligations set out in the IESO Code of Conduct or this Code.

4.3 Respect for IESO Assets, Confidentiality, and Sustainable Practices

- 4.3.1 You must adhere to all applicable IESO security rules and processes, related to data, information, computer systems, or physical locations.
- 4.3.2 You understand that you are entrusted with the care and protection of physical and virtual assets (including physical, financial, records, and information assets) that are essential to the efficient and reliable operation of the IESO. You must protect these assets from misuse, fraud, theft, unauthorized release and destruction (e.g. by vandalism, cyber-attack, or neglect).
- 4.3.3 You must abide by all obligations (whether found in the market rules, a contract, applicable legislation, an IESO policy, or elsewhere) relating to protection, collection and proper handling of confidential and personal information. If you are unsure if certain information is confidential, act as though it were.
- 4.3.4 You must not disclose IESO confidential information even after your association with the IESO has ended, without limit in time.
- 4.3.5 You must only use IESO assets for appropriate business use and understand that the IESO may monitor the use of IESO assets for security and administrative purposes. You understand that you have no expectation of privacy when using IESO assets.
- 4.3.6 You must seek to improve resource efficiency and reduce resource consumption, including the use of paper, equipment, waste and energy.
- 4.3.7 You must take reasonable steps to minimize emissions of greenhouse gases, toxins and hazardous pollutants.

4.4 Protection of Health and Safety

- 4.4.1 You must provide a safe, healthy work environment and take necessary precautions to prevent accidents and injury.
- 4.4.2 You must be fit for duty and perform your duties effectively and safely while fulfilling your obligations to the IESO.
- 4.4.3 You must refrain from using and/or consuming recreational drugs or alcohol while fulfilling your obligations to the IESO, unless required for a medical accommodation.

5. Reporting

5.1 Reporting Violations

- 5.1.1 If you believe that you may be in violation of the Code, speak with your primary contact at the IESO.
- 5.1.2 If you become aware of questionable behavior or a possible violation of the Code, you are encouraged to speak with your primary contact at the IESO.
- 5.1.3 You must report all actual violations of the Code to your primary contact at the IESO as soon as you become aware of the issue.
- 5.1.4 If reporting to your primary contact at the IESO is not possible or appropriate or you do not feel comfortable doing so, you may report the issue through the IESO's anonymous reporting line, the [EthicsLine](#), either [online](#), by telephone toll free at 1-855-424-2273 or by [email](#).

5.2 No Reprisals for Good Faith Reporting

- 5.2.1 There will be no reprisal by the IESO for good faith reporting of a violation or apparent violation of the Code.

6. Definitions

- 6.1 In the Code, "Supplier" means any individual or organization that contracts with the IESO to supply goods or services and includes individuals and organizations that have been short-listed to provide goods or services, even if those individuals or organizations are not currently providing goods or services.
- 6.2 Capitalized terms not defined in this policy are defined in the IESO Master Policy.

7. Responsibilities

7.1 Owner

- 7.1.1 The Board is the owner of the Code. The owner is the sole approver of the Code.

7.2 Steward

- 7.2.1 The Code owner may delegate day-to-day responsibility for one or more aspects of the Code, possibly including implementation, periodic review, or compliance to a steward.
- 7.2.2 The Code owner has delegated the General Counsel as the steward of the Code and as recorded in the Master Policy.

7.3 Reviewers

7.3.1 The Code reviewers, as stakeholders of the Code, are:

- Director, Internal Audit
- VP, Human Resources
- Legal counsel

8. Approval

8.1 Effective Date: August 18, 2021

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