

## **Code de conduite de SaskPower Corporation**





## STANDARDS OF CONDUCT POLICY

### POLICY STATEMENT:

SaskPower implemented its Open Access Transmission Tariff (OATT) and the Standards of Conduct Policy in 2001. The Standards of Conduct Policy ensures that all Transmission Customers, affiliated and non-affiliated, are treated on a non-discriminatory basis and that SaskPower cannot operate its Transmission System to preferentially benefit its Marketing Function Employees or any non-affiliated Transmission Customers.

Furthermore, the Standards of Conduct Policy ensures that Transmission Function Employees function independently from SaskPower's Marketing Function Employees.

### 1. DEFINITIONS:

**1.1 "Affiliate"** means another person (including business entity) that Controls SaskPower, is under common Control with SaskPower, or that SaskPower Controls. An Affiliate includes a division of SaskPower that operates as a functional unit.

**1.2 "Control(s)"** means the direct or indirect authority, whether acting alone or in conjunction with others, to direct or cause to direct the management policies of an entity. A voting interest of ten (10) percent or more creates a rebuttable presumption of Control.

**1.3 "Marketing Function"** means the sale for resale, or the submission of offers to sell, electric energy or capacity, virtual transactions, or financial or physical Transmission rights, inter-provincially or internationally, all subject to an exclusion for bundled retail sales.

**1.4 "Marketing Function Employee(s)"** means SaskPower Personnel who actively and personally engage on a day-to-day basis in Marketing Functions.

**1.5 "Non-discriminatory Basis"** means a not unduly discriminatory basis and without the granting of any undue preference or advantage to any person, or subjecting any person to any undue prejudice or disadvantage with respect to Transmission (including, but not limited to, the sale or purchase of Transmission, Transmission pricing, curtailments, scheduling, priority, ancillary services and redispatch services as defined in the OATT).

**1.6 "OASIS" or "Open Access Same Time Information System"** means the internet location where information is required to be posted pursuant to the OATT and this Standards of Conduct (SOC) Policy.

**1.7 “OATT”** means SaskPower’s Open Access Transmission Tariff.

**1.8 “SaskPower Personnel”** means the Board of Directors, officers, employees, contractors, consultants and/or agents of SaskPower and its Affiliates.

**1.9 “System Control Centre”** means the facilities where SaskPower Personnel conduct Transmission scheduling, control area balancing, reliability coordination, bulk transmission system operation and real time generation dispatch.

**1.10 “Transmission”** means electric transmission, network or point-to-point service, ancillary services or the interconnection with transmission facilities.

**1.11 “Transmission Customer(s)”** means any eligible SaskPower customer, including an Affiliate or non-Affiliate that can or does execute a transmission service agreement or can or does receive Transmission under an umbrella agreement in accordance with the OATT. A Transmission Customer includes all persons who have pending requests for Transmission or for Transmission Function Information.

**1.12 “Transmission Function(s)”** means the planning, directing and organizing required for the day-to-day Transmission operation of the SaskPower Transmission system, including the granting or denying of Transmission requests under the OATT.

**1.13 “Transmission Function Employee(s)”** means SaskPower Personnel who actively and personally engage on a day-to-day basis in Transmission Functions.

**1.14 “Transmission Function Information”** means information relating to Transmission Functions.

## **2. GENERAL RULES GOVERNING THIS SOC POLICY:**

**2.1** SaskPower Personnel shall:

**2.1.1** treat all persons (including, but not limited to, Transmission Customers) on a Non-discriminatory Basis;

**2.1.2** not disclose, or use a conduit to disclose, non-public Transmission Function Information to Marketing Function Employees, except as otherwise permitted in this SOC Policy;

**2.1.3** provide all Transmission Customers equal access to non-public Transmission Function Information; and

**2.1.4** comply with the provisions of the OATT.

**2.2** Transmission Function Employees shall:

**2.2.1** not conduct Marketing Functions;

**2.2.2** function independently of Marketing Function Employees, except as otherwise provided for in this SOC Policy;

**2.2.3** not, through the OATT or otherwise, give undue preference to any person in matters relating to the sale or purchase of Transmission (including, but not limited to, issues of price, curtailments, scheduling, priority, OATT ancillary services or redispatch services as defined by the OATT);

**2.2.4** process all similar requests for Transmission in the same manner and within the same period of time;

**2.2.5** strictly enforce all OATT provisions relating to the sale or purchase of Transmission (unless the OATT provisions provide for the use of discretion); and

**2.2.6** if the OATT provisions provide for the use of discretion, apply all OATT provisions relating to the sale or purchase of Transmission in a fair and impartial manner that treats all Transmission Customers (including SaskPower and any of its Affiliates) on a Non-discriminatory Basis.

**2.3** Marketing Function Employees shall:

**2.3.1** not conduct Transmission Functions; and

**2.3.2** not have access rights to the System Control Centre (or similar facilities used for Transmission operations) that differ in any way from the access rights available to other Transmission Customers.

**2.4** SaskPower shall:

**2.4.1** designate a Chief Compliance Officer who will be responsible for (i) assessing and making judgment on compliance issues and questions associated with this SOC Policy; and (ii) approving on an annual basis, and from time to time as required, an updated list designating Market Function Employee positions and Transmission Function Employee positions.

**2.5** This SOC Policy shall be governed by, subject to, and construed in accordance with the laws of the Province of Saskatchewan and any applicable Canadian law.

### **3. ACCEPTABLE DISCLOSURE OF TRANSMISSION INFORMATION:**

#### **3.1** Transmission Function Information may be disclosed as follows:

**3.1.1** Transmission Function Employees may discuss specific requests for Transmission with the Marketing Function Employee that submitted the request. Disclosure of this information on the OASIS is not required if it relates solely to the inquiring Marketing Function Employee's specific Transmission request.

**3.1.2** SaskPower Personnel may disclose a Transmission Customer's non-public information to Marketing Function Employees if the Transmission Customer to which the information relates voluntarily consents, in writing, to allow SaskPower to disclose such information.

**3.1.3** SaskPower Personnel may share all SaskPower generation, load and generation dispatch information with Marketing Function Employees, provided the information does not include Transmission Function Information.

**3.1.4** SaskPower may share all information that has been posted on the OASIS with Transmission Customers.

**3.1.5** Notwithstanding any other provision of this SOC Policy, Transmission Function Employees and Marketing Function Employees may exchange non-public Transmission Function Information that: (i) pertains to reliability standard compliance; (ii) is necessary to maintain or restore operation of the Transmission system (or generating units); (iii) may impact the dispatch of generating units (e.g., line losses), and/or (iv) is associated with intra-provincial transmission and transmission information that is not directly related to inter-provincial or international, tie-line operational information. A record of all such information exchanges must be created at the time of the exchange, except in emergency circumstances. In emergency circumstances it is sufficient for the record to be created as soon as possible following the exchange. Such records must be retained by SaskPower for a period of at least one year.

### **4. TRAINING AND IMPLEMENTATION:**

#### **4.1** SaskPower shall:

**4.1.1** implement measures to ensure that the requirements of this SOC Policy are observed by SaskPower Personnel;

**4.1.2** provide SOC Policy training to all Transmission Function Employees, Marketing Function Employees, officers, directors, supervisory employees, and any other employees likely to become privy to Transmission Function Information, with such training

provided annually and within thirty (30) days after a new employee is hired, and with each employee required to certify that he or she has completed such training; and

**4.1.3** post this SOC Policy (and any other written procedures related to this SOC Policy) on SaskPower's OASIS website and distribute this SOC Policy (and any other written procedures related to this SOC Policy) to all employees listed in section 4.1.2 above.

## **5. DISCLOSURE ON OASIS:**

**5.1** If a Transmission Function Employee discloses material that is considered non-public Transmission Function Information in a manner contrary to this SOC Policy, SaskPower shall, as soon as possible, post the disclosed information on the OASIS. If the disclosed information is subject to limited circulation due to its confidential nature (i.e. if it is customer information or critical energy infrastructure information), SaskPower shall post a notice on its OASIS website that the information was disclosed but is not required to post the information on the OASIS.

**5.2** In the event SaskPower grants a waiver of an OATT provision in favour of an Affiliate, SaskPower shall post on the OASIS notice of the waiver within one business day of the waiver being granted. SaskPower must also maintain a log of the waiver for a period of five years from the date the waiver was granted.

**5.3** SaskPower shall also post on the OASIS:

**5.3.1** this SOC Policy;

**5.3.2** the names and addresses of all its Affiliates that employ or retain Marketing Function Employees;

**5.3.3** a list of the SaskPower facilities shared by any Transmission Function Employees and Marketing Function Employees, including the types of facilities shared and the addresses of those facilities;

**5.3.4** the job titles and job descriptions of Transmission Function Employees;

**5.3.5** the job titles and job descriptions of Marketing Function Employees;

**5.3.6** within seven (7) days after a potential merger is announced, information concerning the potential merger partners or Affiliates that may employ or retain Marketing Function Employees; and

**5.3.7** for a period no less than ninety (90) days, notices of any transfer of a Transmission Function Employee to a position of a Marketing Function Employee or any transfer of a Marketing Function Employee to a position of a Transmission Function Employee, including the employee's name, respective job title and effective date of the

transfer. No such job transfer may be used as a means to circumvent any provision of this SOC Policy.

**5.4** If a Transmission Customer authorizes SaskPower to disclose its non-public information to a Marketing Function Employee pursuant to section 3.1.2 above, notice of that consent must be posted on the OASIS with a statement that SaskPower did not provide any preferences, either operational or rate-related, in exchange for that voluntary consent.

**5.5** SaskPower shall update any information posted on the OASIS within seven (7) business days of any material change and post the date on which the information was updated.

**5.6** In the event an emergency severely disrupts SaskPower's normal business operations, the OASIS posting requirements may be suspended by SaskPower.

## **6. BOOKS AND RECORDS:**

**6.1** Except where consolidation of financial records is required by law or is necessary for financial reporting purposes, SaskPower books of account and records will be maintained separately from those of Affiliates that employ or retain Marketing Function Employees.

## **INQUIRIES:**

### **Contacts:**

*Chief Compliance Officer:* Vice-President, Procurement and Supply Chain

### *Standards of Conduct Contacts:*

- ☐ Manager, Transmission Tariff Services
- ☐ Specialist, Transmission Tariff Services