



# *Code of* **Business Conduct**

**EthicsLine:** 888-536-1499 or [www.wec.ethics.ethicspoint.com](http://www.wec.ethics.ethicspoint.com)  
Confidential, available 24 hours a day, seven days a week.

**Compliance Officer:** 414-221-3055 or [compliance-officer@wecenergygroup.com](mailto:compliance-officer@wecenergygroup.com)



PEOPLES GAS®

NORTH SHORE GAS®



**Bluewater**  
Gas Storage LLC



WEC Energy Group is an energy industry leader, committed to delivering world-class reliability and the very best customer care. Doing what's right for our customers, each other and the general public is the key to our success.

Creating and sustaining a culture of ethics and integrity starts with you. We count on you to conduct yourself with integrity and high ethical standards. The Code of Business Conduct sets these ethical standards for WEC Energy Group.

Please review and comply with the code. Each of us is also obligated to report suspected ethics violations and to seek advice in doubtful situations. Regardless of how you make a report, the company offers an environment in which you can raise concerns without fear of retaliation.

**In summary, ethics and integrity form the bedrock of everything we do.**

Thank you for your commitment.

Sincerely,

## Company values

- Safety
- Integrity
- Diversity
- Inclusion
- Customer focus
- Sense of urgency
- Financial discipline
- Personal responsibility for results



*Sabi Hoppa*

CEO and Chairman



*Ken Iltis*

President



*Brian J. Doldorke*

Compliance Officer and Senior Vice President – Human Resources and Organizational Effectiveness

# Code of Business Conduct

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# Code of Business Conduct

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As an employee or member of WEC Energy Group's board of directors (board), you have a duty to maintain the company's ethical standards, comply with various laws and regulations, and make the right choices every day. The Ethics and Compliance program helps us sustain an ethical workplace and comply with applicable legal requirements.

The Code of Business Conduct (code) is the foundation of the company's Ethics and Compliance program. It sets the ethical standards for you, assists in your decision-making and protects the good name and reputation of the company.

If you violate the code, you will be subject to disciplinary action, up to and including discharge.

This code applies to all of us – employees and members of the board of WEC Energy Group and its subsidiaries (collectively, the company). As an employee or member of the board, you commit to the standards provided in this code and in all other company policies and standards.

## Company values:

- Safety
- Integrity
- Diversity
- Inclusion
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## Culture

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### An ethical culture

***A culture of ethics and integrity starts with you.***

As an employee or member of the board, you must:

- Strive to make the right choices every day and always act with integrity – even when under pressure.
- Be diligent and observant, take action to correct problems, ask questions and raise concerns.
- Comply with all applicable federal, state and local laws and regulations.
- Never knowingly violate or order another person to violate the law, nor tolerate or condone willful violations of the law – not even if someone believes that such action will further the interests of the company.
- Integrate a culture of ethics and integrity, and this code, into your day-to-day activities.



### **Think about it!**

When you are faced with a decision and unsure what to do, ask yourself these questions:

- Is it legal?
- Does it comply with company policies?
- Does it reflect our values and culture?
- How could this be perceived by others?
- Could the action adversely impact my coworkers, customers, the general public or other stakeholders?
- Could the action negatively affect the company if performed by all employees?

If, at any time, you are unsure about how to answer any of these questions, ask for help from the compliance officer.

## Reporting concerns

***We encourage all employees to raise concerns and are committed to promptly addressing those concerns.***

The company wants to know about any known or suspected violations of its ethical standards. If you discover a violation of the company's ethical standards – or even suspect one – immediately report it to someone within the company. There are numerous ways for you to make a report. Starting with your leader is often the best way to efficiently address concerns. However, if you do not believe that is appropriate or do not feel comfortable doing so, you may also contact:

- A member of leadership
- The confidential EthicsLine – available 24 hours a day, 7 days a week, ***with the option to remain anonymous***
  - 888-536-1499
  - [www.wec.ethics.ethicspoint.com](http://www.wec.ethics.ethicspoint.com)
- The compliance officer
  - 414-221-3055
  - [compliance-officer@wecenergygroup.com](mailto:compliance-officer@wecenergygroup.com)

The company takes all reports seriously. When a potential violation is reported, the company will conduct a timely and thorough analysis of the allegation and provide follow-up.

Your identity will be kept confidential. If you are involved in an investigation and asked to provide information, you are responsible for being truthful, honest and accurate.

Additionally, during the course of doing business, situations may occur that do not appear to be clearly right or wrong. If you find yourself in such a situation, before taking any action, ask for help from your leader or the compliance officer.

## Non-retaliation

***We commit to an environment in which employees are free to raise concerns in good faith without fear of retaliation.***

We take retaliation very seriously. Retaliation of any kind is against our values and policy and will be addressed accordingly. If you suspect retaliation is occurring, or you feel as though you have been retaliated against for reporting ethical violations or concerns, immediately report it to the compliance officer. If you are found to be engaging in any retaliatory activity, you will be subject to disciplinary action, up to and including immediate discharge.

### ***Additional resources***

Non-Retaliation Policy

# Work Environment

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## Safety

***We commit to a culture of safety.***

Nothing is more important than the safety and health of employees. Our Target Zero commitment is based on the belief that all injuries are preventable and that we can live and work safely every day. Employees, their families, and the communities we live in and serve all benefit from Target Zero. You show your commitment to providing a safe work environment by addressing at-risk behaviors and taking action on unsafe situations. You have a responsibility to protect yourself, your co-workers, our customers and all those you do business with from unsafe situations.



### ***Think about it!***

You have an obligation to report all injuries, near misses and unsafe conditions. Knowing about these events allows you and the company to:

- Establish appropriate measures to prevent a serious injury in the future.
- Learn from these reported incidents and make improvements to the way work is performed.
- Keep yourself and others safe.

## Alcohol-free and drug-free workplace

***We provide an environment free from alcohol and other drug use.***

Using alcohol and other drugs in the workplace can create a danger to you, your co-workers, our customers and the general public. You must not use, sell, possess or distribute alcohol or illegal drugs on company property or during any working hours. You must not be under the influence of alcohol or illegal drugs or improperly use legal medication that could have an adverse impact on your job performance.

## Violence in the workplace

***We commit to the safety and well-being of all employees, suppliers, customers and the general public.***

We expect the work environment to be free from intimidation, threats and violent acts. You must not engage in any intimidating acts, threats, hostile behaviors, abuse, vandalism or other similar acts against any employee, customer, supplier or anyone else you may come into contact with during the performance of your job duties.



### ***Think about it!***

You are responsible for the words you use. Do not make jokes or comments regarding potential violent acts, as those comments will be taken seriously and will not be tolerated. This includes casual or "off-the-cuff" comments regarding violent thoughts or venting feelings of anger or frustration.

## Anti-harassment and non-discrimination

*We respect the dignity of all employees within the company's diverse workforce.*

You must not engage in any harassing or discriminatory behaviors against any employee, customer, supplier, or anyone else you may come into contact with during the performance of your job duties. Engaging in harassment or discrimination based on sex, age, race, color, creed, religion, disability, marital status, sexual orientation, gender identity, genetic information, national origin, ancestry, citizenship, pregnancy, military status, veteran status, or other status protected by applicable law is not allowed and may result in severe disciplinary action. We are nondiscriminatory in hiring, terminating, and promoting employees and in all other employment matters.

## Diversity and inclusion

*We respect and embrace diversity.*

Our commitment to diversity and inclusion is more than following policies and procedures – it is an integral part of the company's culture. Commitment to diversity is a core strategic competency. We commit to:

- Demonstrating respect for people with different backgrounds.
- Treating all employees with acceptance and respect.
- Accepting and appreciating diverse ideas and viewpoints.
- Leveraging different perspectives to achieve business goals.



### Business Resource Groups

The company supports and promotes Business Resource Groups (BRGs), where you can use your talents and interests to help achieve the company's strategic goals.

BRGs support our values of inclusion, diversity, financial discipline, integrity and personal responsibility for results. BRGs are used:

- As a way to strengthen alignment among employees and, at times, with outside communities.
- As a feedback mechanism on key opportunities, and to provide diverse insights into how to promote and further advance the company's business.
- As a tool to foster inclusion and professional and leadership development, and to engage employees in furthering the company's goals.

#### Additional resources

Alcohol and Other Drug Use Policy  
Anti-Harassment and Anti-Sexual Harassment Policy  
Equal Employment Opportunity Policy  
Safety and Health Policy  
Violence in the Workplace Policy

# Business Conduct

## Conflicts of interest

***We conduct business ethically and in an environment that fosters integrity, openness and mutual respect.***

At times, you may find yourself in situations in which your private interests may interfere, or appear to interfere, with the best interest and direction of the company – in other words, a conflict of interest. These situations, however harmless they appear, can create problems. They could raise suspicions among your co-workers or others you do business with and affect your working relationships.

Conflicts of interest may include:

### **Family members in the industry**

Sometimes your family member may be a supplier, contractor or customer of the company or work for one. In these situations, you have to be extra sensitive to security, confidentiality and conflicts of interest. If you are in such a situation, you must disclose this information to the compliance officer. The compliance officer will assess the situation to determine if there is any conflict of interest or issue in the security or confidentiality of the company's information and assets.

- Executive officers and board: The compliance officer may consult with the Audit and Oversight Committee chair in situations involving your family members.

To ensure your family relationships do not compromise security, confidentiality or fair dealing with all those you conduct business with, you must:

- Guard against accidental disclosure of confidential information.
- Remove yourself from involvement or potential involvement in decisions on the company's behalf that involve the other company.
- Refrain from work associated with the other company that involves approval of payment or work orders.
- Not engage in work associated with the other company that involves review or approval of invoices and contract administration, such as negotiations, review of contract terms and conditions, change orders, and other modifications to the contract.
- Not use your position, authority or influence, while still employed by the company, to solicit employment for yourself or any other person.



### ***Who's considered a "family member"?***

Family members are defined as your spouse, person with whom you are in a legally recognized civil union or domestic partnership, children, parents, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother, sister, brother-in-law, sister-in-law, aunt, uncle, niece, nephew, fiancé or fiancée, grandparents, grandchildren, stepparents, stepchildren, stepbrother, stepsister, half-brother or half-sister.



### **Outside employment – outside director or officer positions**

You are encouraged to participate in your community, such as accepting a position on a religious, charitable, civic, social or other non-profit organization's board of directors. However, you must ensure such participation:

- Will not interfere with the performance of your duties or responsibilities owed to the company.
- Will not have a negative effect on the company.
- Does not imply the company's endorsement or sponsorship of the activity or organization.

If you think there may be potential interference, obtain the approval of your leader and the compliance officer before accepting such a position.

- Executive officers: You must inform the compliance officer, who will then obtain approval from the CEO, before accepting any position with a substantial non-profit organization.
- Board: Upon joining the board, you must notify the compliance officer of your new board position. No prior approval is necessary.

When it comes to serving as an officer or member of a board for a substantial for-profit organization, you must first receive written permission from the CEO before accepting such a position.

- Executive officers: You must inform the CEO, who then will obtain the approval from the Audit and Oversight Committee chair, before accepting such a position.
- CEO: You must obtain approval from the board before accepting such a position.
- Board: Before accepting a position on the board, you must notify the compliance officer. The compliance officer will determine if your board service creates a conflict of interest or a regulatory compliance issue. This information will then be provided to the Corporate Governance Committee for review and approval or disapproval.

### **Outside employment - paid positions outside the company**

It is your responsibility to ensure any employment you have outside the company does not:

- Interfere or conflict with your WEC Energy Group job responsibilities, performance, objective and independent judgment, scheduled work hours or overtime hours when required.
- Compete with, embarrass or discredit the company or conflict with the company's best interests.
- Imply the company's endorsement or sponsorship of the activity or organization.

You may not use company property, materials, information, assets or other services for your outside employment.

### **Gifts and entertainment**

In your business interactions, you must strive to maintain positive, successful working relationships with suppliers, customers and others. At times, minor items of minimal value may be provided to you or by you to create goodwill. However, neither you – nor your family members – must give or accept anything as an incentive to secure business, provide favorable treatment, influence judgment or create a feeling of obligation.

### **Corporate opportunities**

It is your duty to advance the company's legitimate interests when the opportunity arises. That means you must not take advantage of personal opportunities that are discovered through the use of company property, information and position, or use such property, information and position for your own personal gain.

### **Business arrangements with the company**

You may not participate in a joint venture, partnership or other business relationship with WEC Energy Group without prior written approval from the compliance officer.

- Executive officers and board: The compliance officer must receive approval from the Audit and Oversight Committee chair before you participate in any such arrangement.

### Outside financial interests or business relationships

Neither you – nor your family members – may have a financial interest in or business relationship with any company, individual or other entity (e.g., outside managerial and consulting services) that does business with WEC Energy Group if it might influence your decisions or job performance, unless approved by the compliance officer.

- Executive officers and board: The compliance officer must obtain approval from the Audit and Oversight Committee chair before you participate in any such arrangements.

### Hospitality to public officials

You must not provide any officer, public employee, candidate or elected official with lodging, transportation, food, beverages or other item of monetary value not provided to the general public. To the extent the law provides for limited hospitality to public officials, you must strictly follow such rules.



### Think about it!

When you are unsure whether a conflict of interest exists, ask yourself questions and seek help from the compliance officer:

If you have family members working in the industry:

- Do I have a relative (e.g., spouse, parent, child or nephew) who works for one of the company's suppliers?
- What is the relationship between my family member's company and WEC Energy Group?
- What are my responsibilities owed to the company and owed to my family member?
- Do I have access to restricted or confidential information about the company? Does my family member have access to such information at their company?

If you have outside employment:

- Does my second job take away business from the company or compete with the company in any way?
- Does my second job mirror the work I do for the company?
- Does my second job interfere with scheduled work hours, potential overtime and/or emergency call-out?

If you give or receive gifts and entertainment:

- Is a customer or supplier offering me a gift or favor in an attempt to influence my decision?
- Do we have ongoing contract negotiations with this supplier?
- If I accept this gift or favor, will it affect the decisions I make for the company? Would the other party expect something from me in return?
- What could the perception of the person giving the gift or others be?

If you have an outside financial interest or business relationship:

- Does this entity conduct business with the company?
- If the company conducts business with this entity, could it appear I am gaining some benefit in addition to the benefits I already have from working at the company?

## Political contributions

***We highly regard the American political process and encourage you to independently support and participate in activities of the political parties and candidates of your choice.***

You may not:

- Allow your support and participation in political activities to interfere with your effective performance on the job.
- Make any contribution of company funds, property or services to any political party committee or any candidate for, or holder of, any public office without approval by the general counsel.
- Use company resources to convey partisan political content, including the endorsement or recommendation that fellow co-workers should vote for a particular candidate.

You may:

- Provide a voluntary contribution to one of the company's political action committees.
  - WEC Energy Group sponsors and supports these committees in accordance with applicable laws and regulations. Committees may solicit and receive voluntary contributions to support the nomination and election of qualified candidates to elective public offices.
- Provide contributions directly to candidates you desire to support through a company-sponsored conduit, or otherwise, as authorized by state law.

No pressure will be placed on you to make such contributions or participate in such activities.

## Fair dealing

***We build trust and ensure the company's success through fair dealing with customers, stockholders, suppliers and the general public.***

You must:

- Always interact fairly with these individuals.
- Never take advantage of them through manipulation, concealment, abuse of privileged information, misrepresentation of facts or other unfair practices.

## Trading in company securities

***We comply with applicable securities laws.***

If you obtain knowledge about company matters that is not publicly available and that could potentially influence the market price of, or a person's decision to buy or sell, WEC Energy Group's securities or the securities of any other company with which the company does business, you must:

- Not use the information for your or anyone else's personal gain.
- Not disclose the information to individuals outside the company, including your family members and personal or professional acquaintances.
- Only discuss the information with individuals inside the company if they have a business need to know.
- Not trade in the company's securities or the securities of any other company with which WEC Energy Group does business before the information is announced to the public and for a reasonable time period thereafter.
- Treat the information as confidential and proprietary to the company.
- Immediately report any disclosure of the information to the compliance officer or general counsel.

## Financial records

***We make full, fair, accurate, timely and understandable disclosures. We maintain the integrity of the company's books, records and all reports and documents submitted and filed with the Securities and Exchange Commission (SEC) and other public communications.***

You must:

- Fully and truthfully report financial, operating and other business information.
- Accurately reflect transactions and dispositions of the company's assets.

You must never:

- Establish undisclosed or unrecorded funds or assets.
- Make false or artificial entries in the company's books and records.
- Conceal or withhold information from, or mispresent information to, the board, company officers, internal or independent auditors, regulatory bodies or any other individuals authorized to receive the information.

Certain events must be reported by the compliance officer to the general counsel, CEO, Audit and Oversight Committee chair, and internal and independent auditors. Such events include:

- Those believed to be of significant questionable, fraudulent or illegal nature.
- Those related to the accuracy and completeness of the company's financial reports, internal controls or auditing matters.

## Attendance and time reporting

***We maintain a reliable workforce, one that takes pride in work performance.***

You are responsible for regular attendance as scheduled – a basic job requirement and condition of employment. You must also ensure your time sheets or entries are properly recorded.

### ***Additional resources***

Attendance and Time Reporting Policy  
Corporate Political Contributions and Reporting Policy  
Corporate Procurement Policy  
Corporate Securities Trading Policy  
Display or Distribution of Political Materials in the Workplace Policy  
External Communications Policy  
Financial Communications Disclosure Policy  
Gifts and Entertainment Policy  
Internal Control Policy Statement

# Use of Company Resources and Assets

## Proper use of company resources

*We responsibly use and protect all company resources.*

As an employee, you are provided with many resources to effectively perform your job. These resources include physical assets (e.g., computers, office materials, personal protective equipment and vehicles) and electronic and telecommunications assets (e.g., email, phones and internet access).

You must:

- Protect these assets from harm, theft, misuse or damage.
- Use these assets efficiently and in the manner in which they were designed and intended.

You must never:

- Use these assets to gamble, run non-company businesses or access illegal, sexually explicit or pornographic material.
- Allow family members, friends and other non-employees access to these assets.
- Use these assets for personal reasons, unless on a very limited basis with prior leadership approval.
- Sell, loan or dispose of these assets without proper authorization



### *Did you know?*

Use of these assets is a privilege. This privilege may be lost through your abuse or unacceptable use of these assets, which will result in your discharge.

### *Additional resources*

Acceptable Use for Corporate Electronic and Telecommunications Resources Policy

# Protection of Information

## Information security

*We ensure that company, employee, customer and supplier information is safeguarded and used only for authorized business purposes.*

You must:

- Ensure the security, reliability and privacy of the company's systems and networks and the systems and networks of others.
- Protect and secure your workstation and company information and assets.
- Never access or use restricted or confidential restricted information other than for a legitimate business need.
- Immediately report data breaches or other unprotected restricted and confidential restricted information.



### *What are some ways you can protect the company's information and assets?*

- Protect your unique login ID and private password from others.
- Lock your workstation when leaving your desk.
- Never open suspicious emails.
- Never transmit confidential restricted information (e.g., driver's license numbers, Social Security numbers, financial account numbers and customer information) over the internet or through email unencrypted.
- Never leave restricted or confidential restricted information unattended on your desk or in an area where unauthorized individuals may have access.
- Never disclose restricted or confidential restricted information without proper authorization.

In the course of your work, you may have direct access or be exposed to various types of information about the company's customers.

Customer information – which may be classified as restricted or confidential restricted – can include:

- Basic information, such as name, address, phone number and email address.
- More restricted information, such as driver's license numbers, Social Security numbers, bank account numbers or credit card numbers.
- Other types of information, such as medical or employment details, payments, account balances and energy account information.



### *Remember!*

- Customers trust you not to share any information they provide, even information that may be publicly available (e.g., name, address and phone number).
- The choices you make every day have an impact on that trust.
- If you view customer information for anything other than a business reason, you are violating the Use of Customer Information Policy, even if no account adjustments are made or information is released.

#### **Additional resources**

Information Security Policy  
MERC Customer-Related Data Addendum  
Records and Information Management Policy

Use of Customer Information Policy  
Use of Employee Information Policy

# Ethics and Compliance Program

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## Compliance officer

The compliance officer, Brian Dobberke, provides oversight of the management and operations of the company's Ethics and Compliance program. He ensures the program effectively prevents and detects violations of laws, regulations, this code and company policies. The compliance officer also fosters "tone at the top" by assisting leaders in cultivating a culture of integrity.

## Waivers of the code

The company may waive application of the code's ethical standards. Such waivers may be made only under limited circumstances, in conjunction with appropriate monitoring of the particular situation. Waivers must be approved only by the board or Audit and Oversight Committee. Such waivers must be promptly disclosed as required by law or regulation.

## Conflicts with other policies

If this code conflicts with any other company policies, the code will take precedence.

*The Code of Business Conduct defines ethical standards for individual and business conduct. It does not, in any way, constitute an employment contract or an assurance of continued employment. As an employee of WEC Energy Group, you are employed at-will, except when covered by an express, written employment agreement. This means you may choose to terminate your employment at any time, for any reason or for no reason at all. Similarly, WEC Energy Group may choose to terminate your employment at any time, for any legal reason or for no reason at all. Additionally, the Code of Business Conduct is not intended to and does not create any rights in any employee, client, supplier, competitor, stockholder or any other person or entity.*



## WEC Energy Group Code of Business Conduct

Responsibility: Compliance officer

Revised: Jan. 18, 2018      May 5, 2005  
Oct. 18, 2012      Sept. 10, 2003  
Dec. 4, 2008      July 11, 2003  
Oct. 18, 2007

Approved: Board of Directors

Contact: Brian Dobberke, compliance officer  
Phone – 414-221-3055  
Email – [compliance-officer@wecenergygroup.com](mailto:compliance-officer@wecenergygroup.com)

Confidential EthicsLine (available 24/7)  
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*Ethics is everyone's business... Every day... Everywhere.*