

TRI-STATE SEMINAR, LLC

CODE OF CONDUCT POLICY

Policy No. 2023-01

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Section 1 - Event Registration Terms and Conditions

CODE OF CONDUCT

The Tri-State Seminar, LLC (TSS LLC) is committed to providing a professional, safe, and welcoming environment during its in-person and virtual events for all water professionals and their guests. The TSS LLC expects all attendees, speakers, sponsors, exhibitors, media, guests, and other participants (collectively “LLC Participants”) to uphold our commitment to diversity and inclusion by helping us provide a positive conference environment for everyone.

The TSS LLC has zero-tolerance for any form of discrimination or harassment, including but not limited to sexual harassment by LLC Participants or our Board Managers/Volunteers at our meetings, and in all areas of the meeting venue (i.e, casino floor, pool area, restaurants, shops, common areas such as elevators and hallways, etc.). The TSS LLC will take any action deemed necessary and appropriate, including immediate removal from the meeting without warning or refund, in response to any incident of unacceptable behavior, and the TSS LLC reserves the right to prohibit attendance at any future meeting, virtually or in person.

If you experience harassment or hear of any incidents of unacceptable behavior, the TSS LLC asks that you immediately report the incident by sending an email to the TSS LLC Risk Manager (RiskManagement@tristateseminar.com).

Unacceptable behavior is defined as:

- Negative comments about race/ethnicity, gender and gender identity, sexual orientation, disability, age, religion, physical appearance, citizenship, or other protected categories.
- Unwelcome sexual attention, including inappropriate use of nudity and/or sexual images in public spaces or in presentations.
- Threatening, stalking, or endangerment of others.
- Ad hominem insults or physical attacks.

We do not tolerate the following:

- Disruption of presentations during sessions, exhibitions, or at other events organized by the TSS LLC throughout the meeting. All participants must comply with the instructions of the moderator and any TSS LLC event volunteers.
- Presentations, postings, and messages should not contain promotional materials, special offers, job offers, product announcements, or solicitation for services. The TSS LLC reserves the right to remove such messages and potentially ban sources of those solicitations.
- Participants should not copy or take screen shots of any technical presentations, sponsor demonstration, Q&A or any chat room activity that takes place in a virtual meeting space.

Section 2 - Volunteer Code of Conduct

The Tri-State Seminar, LLC (TSS LLC) is committed to providing a professional, safe, and welcoming environment for all participants and expects its volunteers to uphold TSS LLC's commitment to providing and supporting a positive environment for all TSS LLC participants and others affiliated with the TSS LLC.

DEFINITIONS

TSS LLC Volunteers ("LLC Volunteers") are defined as Board Managers (appointed by their Member Associations), Committee Chairs, committee members, participants who register as volunteers with TSS LLC, and any other participants appointed by the Board to assist in the operations of the TSS LLC.

TSS LLC Officers ("LLC Officers") are defined as the Chairman, Vice Chairman, Secretary, and Treasurer.

TSS LLC's Volunteer Code of Conduct ("LLC Code") is intended to provide TSS LLC with a set of best practices and guidelines on standards of conduct with which LLC Volunteers agree they will adhere to when joining and participating in TSS LLC activities and programs. This LLC Code applies to any conduct and communication of an LLC Volunteer involving other LLC Volunteers, or staff, contractors, attendees, speakers, exhibitors, sponsors, media, guests, or venue staff (collectively "LLC Participants") in connection with or resulting from any LLC-related business, activity, or at TSS LLC functions, as defined below.

All conduct and all communications arising out of or resulting from TSS LLC business or activities that are related to the TSS LLC or to LLC Volunteers, including but not limited to conduct and communications at TSS LLC-affiliated functions, or LLC Volunteer representation of the TSS LLC at a non-TSS LLC function or in TSS LLC business (collectively referred to as "LLC Functions"), are expected to be in accordance with this LLC Code.

Further, TSS LLC may establish a code of conduct for specific LLC Functions that may apply to a broader group in attendance at the specific function. LLC Volunteers attending these specific functions must follow that specific TSS LLC function's code of conduct (i.e., Event Code of Conduct), related terms, and conditions, as well as this LLC Code.

The LLC Code governs conduct of LLC Volunteers and will be enforced by TSS LLC. As such, this LLC Code does not give rise to a legal cause of action, create a presumption, or serve as evidence that a legal duty has been breached, or form the basis for governmental enforcement proceedings.

EXPECTATIONS OF VOLUNTEERS

As a condition of membership, TSS LLC expects LLC Volunteers to conduct themselves consistent with the following principles including, but not limited to, treating others with dignity and respect; exhibiting common courtesy and civility; acting in a businesslike, ethical, and professional manner; supporting diversity, equity, and inclusion; and refraining from discriminatory or harassing behavior directed toward any LLC Participants or other LLC Volunteers as defined earlier in this LLC Code.

Misconduct

TSS LLC identifies types of misconduct and makes determinations on whether an LLC Volunteer engaged in misconduct. This LLC Code applies to conduct while an individual is an LLC Volunteer and addresses misconduct in three general areas: Personal Misconduct, Professional Misconduct, and Legal Misconduct. The examples set forth below are representative of misconduct in these areas; however, misconduct is not limited to these examples.

Personal Misconduct

- Physical or verbal threats, engaging in demeaning gestures and/or language, stalking, or physically or verbally abusing any LLC Volunteers or LLC Participants (as defined earlier in this LLC Code) in any communications including but not limited to those communications arising out of, or related to, any TSS LLC business or activity or at any LLC Function as defined earlier in this LLC Code. This applies to contact in person, by email, telephone, social media, or any other media regardless of whether the contact occurs at LLC Functions or the subject matter relates to the TSS LLC.
- Harassing or discriminating against any individual, including but not limited to making negative comments, insults, offensive jokes, using ridicule or mockery, slurs or name calling, or making physical assaults or threats, or otherwise exhibiting prejudice on the basis of that person's race, color, sex, pregnancy/maternity or related medical conditions, gender identity/expression, sexual orientation, religion, age, ethnic or national origin, ancestry, citizenship, marital or family status, disability or perceived disability status, genetic information, veteran status, or any other legally protected characteristics in accordance with applicable law.
- Endangering the health or safety of others, including but not limited to the brandishing of firearms, explosives, chemicals, or other weapons or the threat (substantiated or implied) of using such weapons, tampering with safety systems (such as fire-fighting equipment), turning in a false alarm, or engaging in behavior that constitutes a fire hazard at LLC Functions.
- Subjecting another person to physical conduct (except self-defensive conduct) or sexual attention which that person perceives as offensive or unwelcome.
- Engaging in lewd, indecent, disruptive, or disorderly conduct (including such conduct which results from a member being under the influence of alcohol or drugs) at LLC Functions.
- Being arraigned, indicted, or convicted (by a judge, jury, or plea agreement) of a felony or a crime which is violent, dangerous to others, or is vile or depraved in nature arising out of the member's personal conduct.

Professional Misconduct

- Being arraigned, indicted, or convicted (by a judge, jury, or plea agreement) of a crime relating to or arising out of the LLC Volunteer's professional/work conduct.
- Failing to keep secure or to properly use TSS LLC confidential information and LLC Volunteer or LLC Participant personal data which the LLC Volunteer may have access to in connection with TSS LLC activities.
- Showing unwelcome sexual attention, including inappropriate use of nudity and/or sexual images, in public spaces or presentations.
- Intentionally interrupting others while they are speaking, disrupting LLC Functions, breach of decorum, and/or failing to comply with LLC Functions moderators.
- Failing to comply with any TSS LLC policy which may be applicable to such LLC Volunteer, including but not limited to the code of conduct, terms, and conditions which may apply to participation in specific LLC Functions.

Legal Misconduct

- Being arraigned, indicted, or convicted (by a judge, jury, or plea agreement) for violations of national, regional, or local laws or regulations.
- Harassing or discriminating against any individual based on that person's race, color, sex, pregnancy/maternity or related medical conditions, gender identity/expression, sexual orientation, religion, age, ethnic or national origin, ancestry, citizenship, marital or family status, disability or perceived disability status, genetic information, veteran status, or any other legally protected characteristics in accordance with applicable law.
- Violating national, regional, or local regulations regarding the purchase, possession, or consumption of alcoholic beverages, including the furnishing of alcoholic beverages to minors, at LLC Functions.
- Possessing, distributing, or selling illicit drugs, as may be prohibited by law, at LLC Functions, unless such drugs are permitted to be possessed in the locale of the LLC Function.
- Violating any statute, governmental regulation, or disciplinary action by any licensing or other authority, relating to, or arising out of, the LLC Volunteer's work.
- Engaging in fraud, money laundering, misappropriation of TSS LLC funds or other similar issues.
- Failing to comply with antitrust regulations in connection with TSS LLC activities.
- Engaging in unauthorized use of tangible or intellectual property.
- Intentionally or recklessly defacing public or private property at LLC Functions.

COMPLAINTS

Any LLC Volunteer or LLC Participant may bring a complaint against any LLC Volunteer if they believe, in good faith, that the LLC Volunteer engaged in conduct in violation of the LLC Code. Anonymous complaints are not acceptable. Complaints must be submitted in writing using the TSS LLC Code of Conduct Complaint Form. LLC Volunteers engaging in misconduct are subject to disciplinary action as outlined in the TSS LLC's discipline policies and/or procedures.

Instances of misconduct that require immediate attention during LLC Functions should be brought promptly to the attention of an LLC Officer attending the LLC Functions.

AGREEMENT

Application for, or renewal of, a volunteer position, signifies the individual accepts the following agreement:

As an LLC Volunteer, I agree to abide by the TSS LLC Volunteer Code of Conduct ("LLC Code"). I understand that participation in the TSS LLC is a privilege and is not a right and that the TSS LLC may take disciplinary action against me pursuant to disciplinary processes or procedures for any violations of the LLC Code. I understand that my volunteer status may be revoked with just cause or other disciplinary action may be taken against me. I agree that my participation in the TSS LLC will be at my sole and exclusive risk, and I (and anyone claiming on my behalf) hold harmless the TSS LLC, Board Managers, and staff from any damages, claims, loss, and liability from my participation in any program, activity, or LLC Functions.

Section 3 - Discipline Policy

A. General Policy Statement

Participation in the Tri-State Seminar, LLC (“TSS LLC”) is a privilege and not a right. TSS LLC is committed to providing a professional, safe, and welcoming environment for all volunteers and participants.

Volunteers of and participants in TSS LLC are subject to discipline under this policy if their conduct conflicts with the TSS LLC Volunteer and Event Codes of Conduct (“LLC Code”). TSS LLC Volunteers (“LLC Volunteers”) are defined as Board Managers (appointed by their Member Associations), Committee Chairs, committee members, participants who register as volunteers with TSS LLC, and any other participants appointed by the Board to assist in the operations of the TSS LLC. Participants are all staff, contractors, attendees, speakers, exhibitors, sponsors, media, guests, or venue staff (collectively “LLC Participants”).

This policy outlines TSS LLC’s process for investigating and taking disciplinary action against an LLC Volunteer or LLC Participant for violations of the LLC Code. The TSS LLC Board of Managers (“TSS LLC Board”) is the governing body of TSS LLC and holds legal and fiduciary authority on behalf of TSS LLC, including the authority to discipline LLC Volunteers and LLC Participants, up to and including expulsion from TSS LLC and TSS LLC events.

B. Discipline Procedure

The procedures in the following paragraphs and sections outline TSS LLC’s process for investigating and taking disciplinary action against an LLC Volunteer or LLC Participant for violations of the LLC Code.

Any person (“Complainant”) may bring a complaint against any LLC Volunteer or LLC Participant (“Respondent”) if they believe in good faith that the Respondent violated the LLC Code. Complaints must be in writing, submitted on a TSS LLC Code of Conduct Complaint Form (“Complaint”), provide all facts upon which the complaint is based, provide any supporting documentation, and be delivered to the Chair of the Risk Management Committee (“TSS LLC Risk Manager”) by regular mail or email to (RiskManagement@tristateseminar.com). The TSS LLC Risk Manager will acknowledge receipt of the Complaint to the Complainant.

TSS LLC Ethics Committee

The TSS LLC Ethics Committee (“TSSEC”) shall be appointed by the TSS LLC Officers (“LLC Officers”, defined as Chairman, Vice-Chairman, Secretary, and Treasurer) and shall be comprised of three TSS LLC Board Managers, with one manager from each Member Association.

The TSS LLC Risk Manager will share the Complaint with the TSSEC on a confidential basis after first ensuring no TSSEC member has a conflict of interest in connection with the Complaint. If a TSSEC member has a conflict of interest, the LLC Officers will appoint a replacement from the same Member Association as the conflicted member. The TSSEC will consider whether the Complaint is sufficient, and the alleged conduct is within the scope of the LLC Code. The TSSEC may also provide a copy of the Complaint to TSS LLC legal counsel for review. If the Complainant is a witness (third-party) to a violation of the LLC Code that occurred, the individual who was directly affected will be asked, but is not required, to participate in any needed TSSEC investigation along with the Complainant.

If the TSSEC determines that the conduct alleged is outside of the scope of the LLC Code, or that the Complaint is incomplete or insufficient, the TSSEC will dismiss the Complaint and so notify Complainant providing enough detail about the reasons for dismissal to support the Complainant in preparing an amended Complaint, if desired. Complaints deemed by the TSSEC to be incomplete or insufficient may be corrected and resubmitted by the Complainant.

If the TSSEC determines that the Complaint is sufficient, and that the conduct falls within the scope of the LLC Code, the TSSEC, through the TSS LLC Risk Manager, will provide notification, in writing and marked "Personal and Confidential – To Be Opened Only by the Addressee", to the Respondent, including a copy of the Complaint, a copy of this Policy, a copy of the LLC Code, and all relevant facts and documents. Notification to the Respondent is sent in a manner that provides proof of delivery (such as certified mail or other similar signature required postal or delivery services) and records of delivery attempts. TSS LLC shall make up to three (3) delivery attempts over a time period not to exceed three weeks.

The Respondent has 30 days from their receipt of the notification, or if delivery is not accepted, from the final delivery attempt date, to submit a written response to the TSSEC on the Complaint or to request an extension of time in which to respond; the response should be sent to the TSS LLC Risk Manager by email to RiskManagement@tristateseminar.com or by regular mail. The TSS LLC Risk Manager will acknowledge receipt of the Respondent's response.

Upon the TSSEC's receipt of the Respondent's response or, if none, 31 days or more after the delivery of the Complaint notice or the final delivery attempt date of the notice, the TSSEC will meet to review the Respondent's response (if any) and any additional information obtained. The Respondent will be invited to participate for up to a 30-minute portion of the meeting to present their viewpoint via a virtual/teleconference connection or in person, as applicable. The TSSEC will then decide, by a majority vote, whether the Respondent violated the LLC Code. If the TSSEC determines that the Respondent did not violate the LLC Code, the Complaint is dismissed, and the Respondent and the Complainant are notified in writing. If the TSSEC determines that the Respondent violated the LLC Code, the TSSEC decides by majority vote on the disciplinary action(s) against the Respondent to recommend to the TSS LLC Board.

TSS LLC Board

The TSSEC's recommendation for disciplinary action is sent to the TSS LLC Board for review in an email after first ensuring no TSS LLC Board member has a conflict of interest in connection with the Complaint. The TSS LLC Board determines, by a majority vote, whether to accept the TSSEC's recommendations; to modify the TSSEC's recommendations; or to send the matter back to the TSSEC for further consideration of any discussion by the TSS LLC Board and/or new information provided from the Risk Manager.

If the TSS LLC Board, by a majority vote, decides to take disciplinary action(s) against the Respondent, the Respondent and the Complainant are so notified by the TSS LLC Risk Manager. Notification to the Respondent is sent in a manner that provides proof of delivery (such as certified mail or other similar signature required postal or delivery services) and records of delivery attempts. TSS LLC shall make up to three (3) delivery attempts over a time period not to exceed three weeks. The Respondent has 30 days from their receipt of the notification, or if delivery is not accepted, from the final delivery attempt date, to file an appeal ("Appeal"), or to request an extension of time in which to file an Appeal, by submitting the LLC's Code of Conduct Appeal Form.

The TSS LLC Risk Manager will acknowledge receipt of the Respondent Appeal Form. Only the Respondent has the right to appeal the TSS LLC Board's decision. If an Appeal is not filed, or is not timely filed, the TSS LLC Board's decision is final, and TSS LLC implements the disciplinary actions against the Respondent.

If the TSS LLC Board, by a majority vote, decides not to take any disciplinary action, the Respondent and the Complainant are so notified in writing by the TSS LLC Risk Manager.

Appeal Panel

If the Respondent's appeal is timely filed, an appeal panel ("Appeal Panel") is appointed by the TSS LLC Board in consultation with the TSSEC. The Appeal Panel consists of three LLC Volunteers, one from each Member Association, after first ensuring no Appeal Panel member has a conflict of interest in connection with the Complaint. All members of the Appeal Panel, upon selection, are required to sign a confidentiality and non-disclosure agreement. The Appeal Panel is provided with the Complaint and all available information related to the Complaint as received by the TSSEC and reviewed by the TSS LLC Board. The Appeal Panel will review all information provided and the TSS LLC Board's decision.

Through the TSS LLC Risk Manager, Respondent is notified in writing of the opportunity to submit any additional information, and to request to present their response directly to the Appeal Panel via a virtual/teleconference meeting. Notification to the Respondent is marked "Personal and Confidential – To Be Opened Only by the Addressee," and sent in a manner that provides proof of delivery (such as certified mail or other similar signature required postal or delivery services) and records of delivery attempts. TSS LLC shall make up to three (3) delivery attempts over a time period not to exceed three weeks. The Respondent has 30 days from their receipt of the notification, or if delivery is not accepted, from the final delivery attempt date, to submit any additional information or to request an audience with the Appeal Panel. Following review of information and the response from the Respondent, if any, and completion of any requested meeting with the Respondent, the Appeal Panel decides, by majority vote, to confirm the TSS LLC Board's decision, or to modify the TSS LLC Board's decision and impose a lesser (not greater) disciplinary action.

Through the TSS LLC Risk Manager, the Respondent and the Complainant are notified in writing of the Appeal Panel's decision, and TSS LLC implements the TSS LLC Board's disciplinary actions, if any, against the Respondent. Notification to the Respondent is marked "Personal and Confidential – To Be Opened Only by the Addressee" and sent in a manner and that provides proof of delivery (such as certified mail or other similar signature required postal or delivery services) and records of delivery attempts.

The decision of the Appeal Panel is final.

C. Disciplinary Actions

Should it be determined that there was a violation of the LLC Code, the TSSEC can recommend, and the TSS LLC Board can implement, disciplinary actions against the Respondent including, but not limited to, any individual or combination of the following disciplinary actions:

- a) Issue a Letter of Censure to Respondent. The Letter of Censure is a written reprimand that specifies the nature of Respondent's misconduct and informs the Respondent that further disciplinary action may be taken if misconduct is not corrected.
- b) Restrict or ban participation in TSS LLC events and/or activities for a specified period. The period may be limited or unlimited in duration.
- c) Suspend or remove from TSS LLC leadership positions, committees, or other workgroup/task forces/panels for a specified period. The period may be limited or unlimited in duration.
 1. A modification to this disciplinary action applies to TSS LLC Board Managers.
 2. TSS LLC Board Managers are appointed to their positions by their Member Associations and therefore cannot be removed from their participation or their leadership position on the TSS LLC Board by the TSS LLC Board.
 3. The TSS LLC Board will notify the Member Association by email or regular mail of the LLC Code violation(s) and disciplinary action recommended against the Respondent. Final disciplinary action regarding removal as an Officer or a Board Manager against the Respondent will be solely up to the discretion of the Member Association.
- d) Hold the Respondent personally liable for restitution if damage occurs due to the Respondent's action.
- e) Suspend Respondent's LLC Volunteer status for a specified period. Suspension may or may not include a requirement that the Respondent must apply to the TSSEC for reinstatement as a volunteer after the suspension period is over. The requirement to apply for reinstatement will be based on the TSSEC's determination of the severity of Respondent's misconduct.
- f) Terminate LLC Volunteer status or from participating at TSS LLC events with no opportunity to reapply for reinstatement.

Section 4 - Code of Conduct Complaint Form

Instructions:

Volunteers and Participants are expected to abide by the Tri-State Seminar, LLC Volunteer Code of Conduct and Event Code of Conduct ("LLC Code"). If you believe that a Volunteer or Participant engaged in conduct which constituted a violation of the LLC Code, please review the most current TSS LLC disciplinary policy and procedures, then complete and submit this form to the TSS LLC Risk Manager (RiskManagement@tristateseminar.com) or by regular mail along with any supporting documentation. The TSS LLC Risk Manager will acknowledge receipt of the Complaint to the Complainant. The TSS LLC will review the complaint pursuant to TSS LLC disciplinary procedures.

Your Information (Complainant):

Name: _____

Mailing Address: _____

Email Address: _____

Phone Number: _____

If Complainant was a witness to the conduct but the conduct was directed toward another, provide name of individual(s): _____.

Information of LLC Volunteer or LLC Participant About Whom You are Submitting the Complaint (Respondent):

Name: _____

Mailing Address (If known): _____

Email Address (If known): _____

Phone Number (If Known): _____

Check below any/all category areas of the TSS LLC Code of Conduct you felt were compromised and provide further details of the specific complaint below.

Personal Misconduct

Professional Misconduct

Legal Misconduct

Details of Complaint:

Details surrounding the alleged misconduct must be provided below and include, as applicable, witness information, TSS LLC Policy violated, and any and all available documentation.

I hereby affirm that the information provided is, to my knowledge, true and accurate.

Name

Date

For Complainants Residing in the United States:

STATE OF _____

COUNTY OF _____

Before me a Notary Public, in and for said county and state, personally appeared _____, who acknowledged the execution of the TSS LLC Code of Conduct Complaint Form and, who, having been duly sworn, stated that the representations contained therein are true.

Witness my hand and notary seal this ___ day of _____, 20__.

Notary Public Name: _____

My County of Residence: _____

My Commission Expires: _____

For Complainants Residing Outside of the United States:

COUNTRY OF _____

Before me an International Notary, in and for said country, personally appeared _____, who acknowledged the execution of the TSS LLC Code of Conduct Complaint Form and, who, having been duly sworn, stated that the representations contained therein are true.

Witness my hand and notary seal this ___ day of _____, 20__.

International Notary Name: _____

My Country of Residence: _____

My Commission Expires: _____

Section 5 - Code of Conduct Appeal Form

Instructions: Any Tri-State Seminar, LLC (“TSS LLC”) volunteer or participant (“Respondent”) found by the TSS LLC Board to have violated the TSS LLC Volunteer or Event Code of Conduct (“LLC Code”), and for whom the TSS LLC Board decides to take disciplinary action(s) against the Respondent, may appeal the TSS LLC Board’s decision. Appeals (or a request for an extension of time to prepare one) must be filed, using this form within thirty (30) days of the Respondent’s receipt of written notice of the TSS LLC Board’s decision, or if delivery of the notice is not accepted, from the final delivery attempt date of the written notice. The Respondent must complete this form and submit it to the TSS LLC Risk Manager by email (RiskManagement@tristateseminar.com) or by regular mail. The TSS LLC Risk Manager will acknowledge receipt of a Respondent’s Appeal Form. The Appeal proceedings shall be conducted pursuant to the TSS LLC Discipline Policy.

Respondent’s Information:

Name: _____

Mailing Address: _____

Email Address: _____

Phone Number: _____

Name of Complainant(s): _____

Complaint Description:

Disciplinary Action Taken or To Be Taken:

I am (Check one option and include any details):

- Providing Basis for Appeal Response:** Please provide information and details as to why you believe the TSS LLC Board’s decision was incorrect or the disciplinary action(s) determined by the TSS LLC Board are not appropriate or justified. Attach additional sheets if needed.

- Requesting additional time to prepare an Appeal Response**

I hereby affirm that the information provided is, to my knowledge, true and accurate.

Signature

Date