

TITLE: Anti-Retaliation					
Policy Number	Issued Date	Effective Date	Revision Date	Last Reviewed/ Approved Date	Issuing Department
HR0032	04/15/2009	04/15/2009	12/21/2020	12/21/2020	Human Resources
Approved by:	Heather Burns, Director Human Resources; Bobbi Schroepfel, VP Customer Care, Communications, and HR; Mike Nieman, Chief Audit & Compliance Officer; Heather Grahame, Vice President & General Counsel; Robert C. Rowe, President and CEO				

I. Statement of Policy

It is the policy of NorthWestern Energy to provide a work environment where good-faith concerns or reports of unethical, unprofessional, or illegal behavior can be reported, investigated, and resolved without fear of retaliation.

II. Objective

The objectives of this policy are to:

- A. Provide an environment where raising concerns in good faith is encouraged, and to
- B. Provide multiple methods of reporting and resolving concerns without fear of retaliation.

III. Scope

This policy applies to all NorthWestern Energy employees.

IV. Definitions

- A. *Adverse Action*: Any action that might deter a reasonable person from making a good-faith report.
- B. *Retaliation*: Any adverse action or credible threat of an adverse action in response to a good-faith report.
- C. *Good Faith*: An honest belief, the absence of malice, and freedom from intention to defraud or seek an unconscionable advantage.
- D. *Bad faith*: An action not made in good faith or prompted by an honest mistake, or an action made for personal reasons, self-interest, or a sinister motive.
- E. *Good-Faith Report*: A report made with the belief that the behavior or action being reported will hold true based on the facts discovered during investigation of the concern.

- F. *Bad-Faith Report*: A report made without the belief that the behavior or action being reported will hold true based on the facts discovered during the investigation, to protect the reporting employee from discipline or other adverse action arising out of their own behavior, or with intent to harm the company or another person.

V. Policy Provisions

- A. Retaliation is prohibited and may result in discipline up to and including termination of employment.
- B. Employees may be asked to participate in an investigation. The request for an employee's participation in an investigation is not a retaliatory action.
- C. Any employee who suspects retaliation should contact his or her supervisor, the human resources department, the legal department, the chief audit and compliance officer, or the Compliance Line at (877) 781-7286.
- D. No provision of this policy will preclude NorthWestern Energy from taking appropriate action with an employee who makes false reports or provides evidence known to be false, bad-faith, or without reasonable belief in the trust. An employee found to have not acted in good faith will be subject to disciplinary action, if appropriate, in accordance with the Employee Discipline Policy.

VI. Corporate Policy Provisions

- A. Nothing in this policy is intended to limit an employee's rights under the National Labor Relations Act (NLRA).
- B. If any of the provisions of this policy conflict with federal or state law, the provisions of the federal or state law prevail.
- C. If any of the provisions of this policy conflict with those of a collective bargaining agreement (CBA) for covered employees, the provisions of the CBA will prevail.
- D. All employees are expected to comply with this policy. Failure to do so may result in disciplinary action up to and including termination of employment.
- E. The existence of this policy does not create a contract or vested right of employment implied or otherwise. NorthWestern Energy is an at-will employer in South Dakota, Nebraska, and Wyoming.
- F. NorthWestern Energy reserves the right to amend, terminate, or otherwise modify this Policy at any time. The effect of any amendment or modification, however, will be prospective, not retroactive.

VII. Additional Resources

- A. NorthWestern Energy Code of Conduct and Ethics
- B. Employee Discipline Policy