

Exhibit to Agenda Item #2

Discuss the monitoring report for Strategic Direction **SD-12, Ethics.**

Board Policy Committee and Special SMUD Board of Directors Meeting

Wednesday, May 13, 2026, scheduled to begin at 6:00 p.m.

SMUD Headquarters Building, Auditorium

Strategic Direction 12 (SD-12) Ethics

2025 Board Monitoring Report

Maintaining the public trust and confidence in the integrity and ethical conduct of the Board and SMUD employees is a core value. Therefore, to ensure the public interest is paramount in all official conduct, the Board shall adopt and update, as necessary: a Conflict of Interest Code as required by State law. SMUD shall also maintain and enforce a code of conduct applicable to all employees.

Among other things the code of conduct shall:

- a) Require high ethical standards in all aspects of official conduct;
- b) Establish clear guidelines for ethical standards and conduct by setting forth those acts that may be incompatible with the best interests of SMUD and the public;
- c) Require disclosure and reporting of potential conflicts of interest; and
- d) Provide a process for (i) reporting suspected violations of the code of conduct and policies through multiple channels, including an anonymous hotline, and (ii) investigating suspected violations.

Maintaining High Ethical Standards



Policy & Procedure Program

- Collaborative process between SMUD's Business Units, Unions & Legal
- Oversight from People Services & Strategies

Ethics Policy & Procedure

- Administrative Policy - Ethics (5.02.03)
- Management Procedure - Ethics (5.02.03.100)

Guidelines for Ethical Standards & Conduct

Code of Business Ethics & Employee Conduct

- **100%** of all employees reporting to a SMUD campus received and acknowledged Code in 2025

Mandatory Ethics Training

- **99.37%** compliant with 2025 training requirement



Ethics Reporting



Require disclosure and reporting of potential conflicts of interest

- Employees in specified job classifications are required to complete an annual Conflict of Interest Statement.
- **99%** of 2025 annual conflict of interest statements received

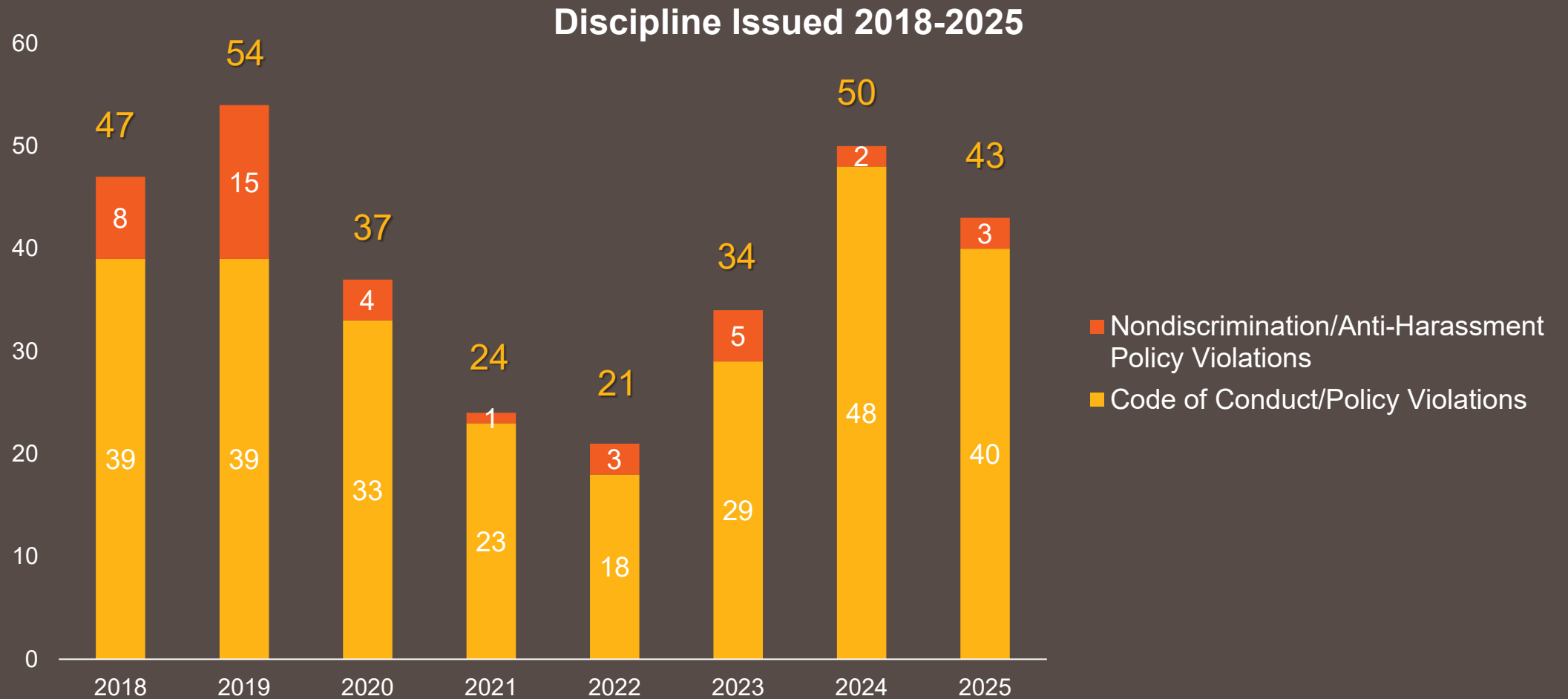
Ethics Reporting

Provide multi-channel process for reporting suspected Code of Conduct and policy violations

- An employee's management or any member of management
- Fair Employment or Labor Relations Office
- Auditor's Office
- Legal/General Counsel's Office
- Ethics and Compliance Hotline

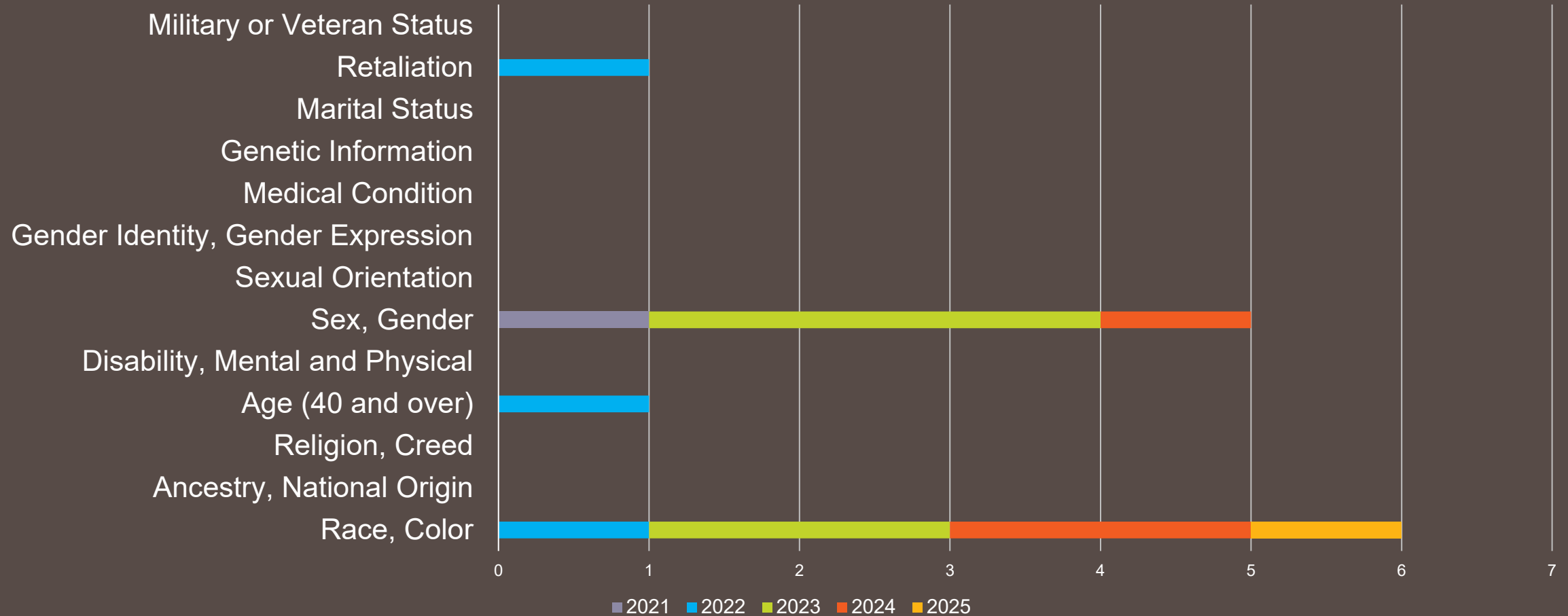


Discipline Reporting



Discipline Reporting

Non-discrimination / Anti-harassment Policy Violations by Protected Class



Recommendation

SMUD is in full compliance with Strategic Direction 12.
We recommend acceptance of the SD-12 monitoring report.