

## CODE OF CONDUCT

Clean Line requires that its employees and representatives follow a Code of Conduct, which provides that all representatives treat every landowner with consideration and respect. In addition, Clean Line strives to build and maintain long-lasting relationships with landowners by working in a respectful and collaborative manner for the life of the project. Below is the text of the Code of Conduct.

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JAN 4 2017

Missouri Public  
Service Commission

### GRAIN BELT EXPRESS CLEAN LINE LLC

#### GRAIN BELT EXPRESS CLEAN LINE PROJECT CODE OF CONDUCT FOR RIGHT-OF-WAY AGENTS AND SUBCONTRACTOR EMPLOYEES

This Code of Conduct applies to all communications and interactions with property owners and occupants of property by all right-of-way agents and subcontractor employees representing Grain Belt Express Clean Line LLC in the negotiation of right-of-way and the performance of surveying, environmental assessments and the other activities for the Grain Belt Express Clean Line project on property not owned by Grain Belt Express Clean Line LLC.

- I. All communications with property owners and occupants must be factually correct and made in good faith.
  - a. Do provide maps and documents necessary to keep the landowner properly informed.
  - b. Do not make false or misleading statements.
  - c. Do not purposely or intentionally misrepresent any fact.
  - d. If you do not know the answer to a question, do not speculate about the answer. Advise the property owner that you will investigate the question and provide an answer later.
  - e. Follow-up in a timely manner on all commitments to provide additional information.
  - f. Do not send written communications suggesting an agreement has been reached when, in fact, an agreement has not been reached.
  - g. If information provided is subsequently determined to be incorrect, follow up with the landowner as soon as practical to provide the corrected information.
  - h. Do provide the landowner with appropriate contact information should additional contacts be necessary.
- II. All communications and interactions with property owners and occupants of property must be respectful and reflect fair dealing.
  - a. When contacting a property owner in person, promptly identify yourself as representing Grain Belt Express Clean Line.
  - b. When contacting a property owner by telephone, promptly identify yourself as representing Grain Belt Express Clean Line.
  - c. Do not engage in behavior that may be considered harassing, coercive, manipulative, intimidating or causing undue pressure.

Exhibit  
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- d. All communications by a property owner, whether in person, by telephone or in writing, in which the property owner indicates that he or she does not want to negotiate or does not want to give permission for surveying or other work on his or her property, must be respected and politely accepted without argument. Unless specifically authorized by Grain Belt Express Clean Line, do not contact the property owner again regarding negotiations or requests for permission.
- e. When asked to leave property, promptly leave and do not return unless specifically authorized by Grain Belt Express Clean Line.
- f. If discussions with the property owner become acrimonious, politely discontinue the discussion and withdraw from the situation.
- g. Obtain unequivocal permission to enter property for purposes of surveying or conducting environmental assessments or other activities. Clearly explain to the property owner the scope of the work to be conducted based on the permission given. Attempt to notify the occupant of the property each time you enter the property based on this permission.
- h. Do not represent that a relative, neighbor and/or friend have signed a document or reached an agreement with Grain Belt Express Clean Line.
- i. Do not ask a relative, neighbor and/or friend of a property owner to convince the property owner to take any action.
- j. Do not represent that a relative, neighbor and/or friend supports or opposes the Grain Belt Express Clean Line project, unless asked.
- k. Do not suggest that any person should be ashamed of or embarrassed by his or her opposition to the Grain Belt Express Clean Line project or that such opposition is inappropriate.
- l. Do not suggest that an offer is "take it or leave it."
- m. Do not threaten to call law enforcement officers or obtain court orders.
- n. Do not threaten the use of eminent domain.

**III. All communications and interactions with property owners and occupants of property must respect the privacy of property owners and other persons.**

- a. Discussions with property owners and occupants are to remain confidential.
- b. Do not discuss your negotiations or interactions with other property owners or other persons.
- c. Do not ask relatives, neighbors and/or friends to influence the property owner or any other person.

FILED  
JAN 4 2014  
Missouri Public  
Service Commission