



Partnership for Conservation Code of Conduct

The Partnership for Conservation (P4C) seeks to promote the common business interests of its members, or other stakeholders, related to conservation easement donations and non-cash charitable contributions of property.

In order to further its mission via the cooperative endeavors of its Founding Enterprise Members, Enterprise Members, and Affiliate Members (together “Members”), while remaining in compliance with all applicable anti-competitive practice laws and regulations, P4C has adopted this Code of Conduct, which is applicable to both individual Member conduct, as well as cooperative actions by Members.

Members must agree to abide by this Code of Conduct to be eligible for Founding Enterprise Members, Enterprise Members, or Affiliate Members in P4C. P4C’s Board of Directors may determine, either on its own or by referral from another Member, that a Member has failed to abide by this Code of Conduct and that such failure constitutes sufficient grounds for forfeiture and termination of the Member’s Membership rights pursuant to the P4C’s Bylaws.

Guidelines

- 1) Members shall uphold and obey all local, state, and federal laws pertaining to business practice.
- 2) All Members shall abide by all applicable anti-competitive practice laws and regulations and shall not engage in, or otherwise advance, anti-competitive practices via their activities as Members of P4C, ie. Members will not engage in price fixing or otherwise seek to coordinate for any competitive advantage in the marketplace except as allowed for coordination to further joint public policy goals.
- 3) All Members shall refrain from knowingly injuring, maligning, or disparaging the good name or business reputation of P4C.
- 4) All Members shall work toward consensus and agreement on proposed P4C policy positions.

Marketing and Work Product

- 5) No Member shall use or refer to the P4C name or logo, its Membership status, or any P4C advertising or promotional material for any commercial use or purpose without the prior approval of the Board of Directors.
- 6) Members shall have no independent ownership rights to the work product of the P4C, but may use such products as Members of the P4C, and shall not transmit such work



product outside of P4C except pursuant to a decision of the Board or an authorized Committee of P4C.

Policy Outreach

7) Members will not publicly criticize any public position taken by P4C regarding legislative or regulatory action.

8) Members shall inform the Board, via communication to the P4C President or to P4C's managing consultants and counsel (Holland & Knight LLP), if it opposes any consensus policy decision that has been adopted by P4C before expressing a different position. If they then elect to express their view publicly, they must make it clear that they do not represent the position of P4C.

9) Members shall not communicate with outside groups or individuals concerning P4C's discussions regarding the adoption of consensus policy positions, or regarding P4C's strategy for implementing or advancing such policies, without the permission of P4C's Board of Directors.

Due Process Regarding Alleged Breach of the Code of Conduct

Members shall be afforded substantial due process regarding any alleged breach of this Code of Conduct and resulting action by P4C's Board of Directors pursuant to Section 2.7 of the P4C's Bylaws. Such due process shall include:

- i. Notice of the alleged violation breach of the Code of Conduct prior to any associated substantive action by the Board;
- ii. Access to any evidence intended to support allegations of a breach of the Code of Conduct; and
- iii. A right to respond to the allegation of a breach of the Code of Conduct, either in person or in writing, prior to the Board's determination regarding their continuing eligibility for Membership in P4C.