



# SECURITY BANK

## Code of Conduct and Business Ethics

**Responsible Person:** VP, Human Resources  
**Responsible Board Committee:** Board of Directors

**Policy Review and Approval**  
**Board of Directors**  
**Next Review Date**

**Date**  
**June 16, 2025**  
**June 2026**

## **Security Bank Code of Conduct and Business Ethics**

### **PURPOSE**

This Code of Conduct and Business Ethics (this “Code”) reflects the corporate policies relating to the business conduct of all employees, officers and directors (collectively, “Associates”), of Security Bank, S.B. (the “Bank”). This Code applies to all Associates of the Bank.

The Bank’s reputation for integrity is its most valuable asset and is determined by the conduct of Associates. Accordingly, the Code is intended to establish basic standards of business and personal conduct. The Code addresses, among other items, the following basic components:

- Safeguarding confidential information and records.
- Ensuring the integrity of records.
- Providing strong internal controls over assets.
- Providing candor in dealing with auditors, examiners, and legal counsel.
- Avoiding actual or apparent conflicts of interest, self-dealing and improper acceptance of gifts or favors.
- Protecting the Bank’s property and assets.
- Prompt disclosure of conflicts and reporting of violations of this Code.
- Observing applicable laws and regulations.
- Implementing and enforcing the Code.
- Training and acknowledgement of the Code.
- Periodic updates of the Code to reflect new business activities.

### **DEFINITIONS**

- An “immediate family member” includes an Associate’s spouse, domestic partner, ancestor, child, or spouse of a child, brother, sister, or spouse of a brother or sister, grandchildren, greatgrandchildren, and any other blood relative or spouse of a blood relative.
- A “material financial interest” in an entity is a financial interest of any kind that would, or reasonably could, affect a person’s judgment with respect to transactions to which the entity is a party. This may include, without limitation, all forms of compensation (including direct and indirect remuneration as well as gifts, gratuities, or favors that are other than nominal) and investments made by the person or his or her immediate family members.

- A “senior executive officer” is any officer or employee who would be considered to be an “executive officer” pursuant to Federal Reserve Board Regulation O (i.e., any person who performs or has authority to perform a policy making function for the Bank (other than solely as a director)).

## **CONFLICTS OF INTEREST**

Associates must never permit their personal interests to conflict or appear to conflict with the interests of the Bank or its customers. Even the appearance of a conflict between personal gain and the interests of the Bank erodes the trust and confidence on which our reputation rests. A “conflict of interest” exists whenever an individual’s private interests interfere or conflict in any way (or even appear to interfere or conflict) with the interests of the Bank. A conflict of interest may arise when we place, or appear to place, our personal, social, financial, or political interests before the interests of the Bank. All Associates should be scrupulous in avoiding a conflict of interest regarding the Bank’s interests and maintain their independent judgment in the conduct of the Bank’s business.

A conflict situation can arise when an Associate takes actions or has interests that may make it difficult to perform his or her duties objectively and effectively. For example, Associates are not permitted to make discretionary decisions (such as approve extensions of credit or overdrafts, approve collateral or other loan exceptions, accept checks on uncollected funds or waive service charges, late fees or other customary fees) on behalf of themselves, their immediate family members, or organizations in which they hold a management or financial interest. The Associate should abstain from transactions involving any of the above circumstances.

Conflicts of interest may also arise when an Associate receives improper personal benefits as a result of his or her position in the Bank, whether received from the Bank or a third party. For instance, Associates should not seek or accept for their own benefit, or for the benefit of any immediate family member, any favors, preferential treatment, special benefits, special documents, gifts or other consideration as a result of their association with the Bank or any company that does business with the Bank, except those usual and normal benefits directly provided by the Bank or any such entities or gifts of nominal value. Please see the “Acceptance of Gifts or Favors” section of this Code for more detail.

A conflict of interest may also exist when Associates, including their immediate family members and close personal friends, have an ownership or managerial interest in an entity that does business or is solicited to do business with the Bank that can influence their decision or cloud their judgment when exercising their respective responsibilities to the Bank.

Other examples of potential conflicts of interest include, without limitation:

- owning a material financial interest in a competitor of the Bank or an entity that does business or seeks to do business with the Bank;
- being employed by, performing services for, serving as an officer of, or serving on the board of directors of any such entity;
- making an investment that could compromise one’s ability to perform his or her duties to the Bank; or

- having an immediate family member who engages in any of the activities identified above.

Associates should disclose all actual or potential conflicts of interest, including those in which they have been inadvertently placed due to either business or personal relationships with customers, suppliers, business associates, or competitors of the Bank. Please see the “[Disclosure and Reporting](#)” section of this Code for further discussion of disclosure and handling of conflicts or potential conflicts of interest.

## **AVOIDING SELF-DEALING AND ACCEPTANCE OF GIFTS OR FAVORS**

### **Self-Dealing or Trading on One's Position**

Associates are prohibited from self-dealing or otherwise trading on their positions with the Bank. Associates are also prohibited from accepting business opportunities from an individual or company doing or seeking to do business with the Bank when that business opportunity is not available to other persons or that is made available because of such official position with the Bank.

### **Acceptance of Gifts or Favors**

In accordance with the federal Bank Bribery Act, employees, officers, directors, and agents or attorneys of the Bank are prohibited from:

- soliciting for themselves or for a third party (other than the Bank itself) anything of value from anyone in return for any business, service, or confidential information of the Bank; and
- accepting anything of value (other than *bona fide* salary, wages, and fees) from anyone in connection with the business of the Bank either before or after a transaction is discussed or consummated.

There are several exceptions to this general rule, as follows:

- If the benefit is available to the general public under the same conditions that it is available to the Bank employee;
- Acceptance of gifts, gratuities, amenities, or favors based on obvious family or personal relationships (such as those with the parents, children, or spouse of a Bank official) when the circumstances make it clear that it is those relationships, rather than the business of the Bank, which are the motivating factors;
- Acceptance of meals, refreshments, travel arrangements or accommodations, or entertainment in the course of a meeting or other occasion, the purpose of which is to hold *bona fide* business discussions or to foster better business relations, provided that the expense would be paid for by the Bank as a reasonable business expense if not paid for by another party. The acceptable maximum value for each is:

Meals and refreshments	\$50.00 or less
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Travel *Reasonable domestic commercial costs*

Entertainment \$50.00 or less

- Acceptance of loans from other banks or financial institutions on customary terms to finance proper and usual activities of Bank officials, such as home mortgage loans, except where prohibited by law.
- Acceptance of advertising or promotional material of minimal value such as pens, pencils, note pads, key chains, calendars, and similar items.
- Acceptance of discounts or rebates on merchandise or services that do not exceed those available to other customers.
- Acceptance of gifts not to exceed \$100.00 in value that are related to commonly recognized events or occasions, such as a promotion, wedding, graduation, Christmas, birthday, religious occasion, *etc.*
- Acceptance of civic, charitable, educational, or religious organizational awards for recognition of service and accomplishment. The monetary value of such awards should not exceed \$50.00.

If an Associate is offered or receives something of value beyond what is authorized in this Code, the Associate must refuse the item and disclose the offer to the President/Chief Executive Officer and Human Resources.

If violations of these provisions occur, appropriate action will be taken immediately. Depending upon the severity and circumstances of the violation, such action could range from requiring that reimbursement be made to the giving party up to termination of the employee involved in the violation. Employees must submit documentation of the nature and value of all gifts and other consideration or remuneration over \$50.00 in value that are received in conjunction with or related to Bank business. This documentation will be maintained by Human Resources.

In addition to the above, penalties for violations under the Bank Bribery Act are substantial. If the value of the gift exceeds \$1,000, the offense is a felony punishable by up to thirty years imprisonment and a fine of up to \$1,000,000 or three times the value of the bribe or gratuity. If the value does not exceed \$1,000, the offense is a misdemeanor punishable by up to one-year imprisonment and a maximum fine of \$1,000.

## **GIFTS TO CO-WORKERS / WORK RELATIONSHIPS**

The Bank recognizes that gifts between co-workers for special occasions, accomplishments or acknowledgment of a hardship can encourage camaraderie. It is also essential that the Bank protect the integrity of internal processes and decision making, support teamwork, and maintain the highest ethical standards. Any gifts that have the appearance, or that could have the effect, of influencing workplace or other business decisions are prohibited. Personal gifts between individual coworkers should be in good taste, of nominal value (value of no more than \$25.00 per occurrence, and no more than

\$100.00 on an aggregate annual basis) and presented with sensitivity to the feelings of other coworkers. If you are unsure about the propriety of a gift you are planning to give, or one that

you receive, you should consult with your supervisor, Human Resources or the President/Chief Executive Officer, or in the case of senior executive officers or directors, the board of directors.

No Associate shall give or receive any special considerations to the conditions of employment of another Associate due to family or personal relationships. Just as external business decisions are based on sound, ethical business practices, all personnel decisions must be based on sound management practices and not be influenced by personal concerns.

## **DEALING WITH SUPPLIERS AND THIRD PARTIES**

Associates must be honest and forthcoming in all dealings. Associates must award orders, contracts, and commitments to suppliers of goods or services without favoritism. Bank business of this nature must be conducted strictly on the basis of merit and, whenever appropriate and feasible, competitive bidding.

All contracts entered into on behalf of the Bank must be fairly negotiated and concluded, with no hidden deals or unspoken agreements, and fully recorded in writing when appropriate. Under certain circumstances, it may be acceptable for the Bank to engage in a transaction to sell, purchase, or lease property or services from or to an Associate, an Associate's immediate family member, or an entity in which an Associate or an immediate family member has a material financial interest. Such transactions are only permitted if: (i) the transaction is arms-length; (ii) it is done in the ordinary course of business; (iii) the terms and conditions are generally available to the public; (iv) competitive bids are obtained and fairly considered simultaneously with any other bid; (v) the transaction is equitable to all parties involved; and (vi) the Associate fully discloses his or her interest in the transaction and receives prior written approval from the President/Chief Executive Officer for employees (excluding senior executive officers), or the board of directors for senior executive officers and directors. Any transaction approved by the President/Chief Executive Officer must be reported to the board of directors of the Bank.

## **PERSONAL FEES AND COMMISSIONS**

No Associate may accept personal fees or commissions from third parties in connection with any transactions on behalf of the Bank.

## **BORROWING FROM A CUSTOMER, PROSPECT, SUPPLIER, OR EMPLOYEE**

Associates are prohibited from borrowing from Bank employees, customers, or suppliers without the prior written consent of: (i) the President/Chief Executive Officer of the Bank if the Associate is an officer (other than a senior executive officer) or employee, or

(ii) the board of directors of the Bank if the Associate is a senior executive officer or director. These limitations do not apply to routine borrowing from other financial Banks, life insurance companies, or other financial entities, conducted on a non-preferential basis. If in doubt about the permissibility of a borrowing, employees and officers should inquire with the President/Chief Executive Officer of the Bank, and senior executive officers and directors should inquire with the Audit Committee. All borrowings approved by the President/Chief Executive Officer under this section of the Code must be reported to the board of directors of the Bank.

## **CORPORATE OPPORTUNITY**

An Associate must not take advantage of corporate opportunities belonging to the Bank that would hinder or interfere with the Bank's ability to achieve its objectives. A corporate opportunity belongs to the Bank if the opportunity is within the corporate powers of the Bank and the opportunity is of present or potential practical advantage to the Bank. The board of directors of the Bank may reject a corporate opportunity if, after receiving a full and fair presentation of the matter, a disinterested and independent majority of the board rejects the opportunity as a matter of sound business judgment.

## **FAIR COMPETITION**

Under no circumstances should Associates enter into arrangements or agreements with competitors. This includes such matters as: (i) pricing; (ii) marketing policies and strategies; and (iii) official management interlocks with non-affiliates. In the pricing area in particular, discussions with competitors about future pricing plans are strictly forbidden. However, this does not prohibit an Associate from conducting surveys of current bank rates and fees in our area when such a task has been assigned by management.

## **LOANS TO DIRECTORS, EXECUTIVE OFFICERS, AND THEIR RELATED INTERESTS**

A Bank loan or other transaction involving an "insider" (an executive officer or director, or any of their related interests) must not be preferential, especially with respect to interest rate and collateral terms, and may not involve more than a normal risk of repayment. Such loans or other transactions must be sound in every respect and be in full compliance with applicable laws and regulations, including, without limitation, Regulation O and all applicable Bank policies. Loans subject to Regulation O must be approved by the Bank's board of directors. Interested parties must recuse themselves from discussion and abstain from voting on such loans. Please refer to *Granting Credit to Insiders Policy* for more information.

## **SERVICE / ASSOCIATIONS WITH OUTSIDE ORGANIZATIONS FOR PROFIT**

### **Director / Advisor Roles**

### **Outside Employment**

Regarding employment outside the Bank, the Bank generally discourages employees from holding a second job, however, outside employment may be allowed in some cases with the prior approval of the President/Chief Executive Officer of the Bank, or in the case of a senior executive officer, the board of directors of the Bank. An employee may not engage in outside work that does any of the following:

- is conducted during an approved leave of absence from the Bank;
- detracts from the employee's ability to discharge his or her responsibilities to the Bank;
- adversely affects the quality of the employee's work for the Bank;
- competes with the Bank;
- requires the use of the Bank's resources or facilities;

- affirms or implies that the Bank endorses or sponsors the employee's outside employment;
- damages the Bank's reputation; or
- creates a conflict of interest.

The Bank reserves the right not to approve any outside employment in its sole discretion.

### **Material Financial Interests**

With respect to any outside business entity in which an Associate has, directly or indirectly, a material financial interest, such Associate shall not participate in any of the following with respect to the business relationship between such outside business entity and the Bank:

- negotiations;
- execution of contracts;
- fixing of rates or terms;
- loan supervision; or
- discussions with and approval by the board of directors (except such discussions as may be requested by the board of directors regarding the person's interest in the outside business entity)

Such relationships must be disclosed in advance to the President/Chief Executive Officer and/or the board of directors, as applicable.

### **POLITICAL ACTIVITY**

Any political activity must be done strictly on your own behalf and not on behalf of the Bank. Associates may not make gifts or contributions in the name of, or on behalf of, the Bank to any political committee, candidate or party unless such activity is permitted by law and has been approved by the board of directors of the Bank. If an Associate attempts to seek public office, it must be done strictly on the Associate's own time and without utilizing the property or resources of the Bank

### **INVOLVEMENT IN CIVIC, TRADE, EDUCATIONAL, CHARITABLE, AND FRATERNAL AFFAIRS**

The Bank encourages employees to participate in civic and charitable activities. For business reasons, it is sometimes desirable to have employees of the Bank become active members of not-for-profit organizations. Associates choosing to participate in civic, charitable, political, and professional association activities must ensure that such activities do not result in any actual or apparent conflict of interest and do not encroach upon working time, or otherwise interfere with regular duties. If an Associate has any question in this regard, he or she should discuss the matter with the President/Chief Executive Officer.

## **PERSONAL FIDUCIARY APPOINTMENTS**

A "fiduciary" is a person to whom property or power is given for the benefit of a third party. Acting as a trustee, executor of an estate, or legal guardian are common examples of a fiduciary relationship. The Bank generally prohibits officers and employees from acting as fiduciaries for a customer. The Bank may consider granting exceptions to the above prohibition, in its sole discretion and on a case-by-case basis. Employees and officers (except senior executive officers) must receive the prior written approval of the President/Chief Executive Officer of the Bank, and senior executive officers must receive the prior written approval of the board of directors of the Bank before they may accept any appointment as a fiduciary for a customer. All approvals made by the President/Chief Executive Officer under this section of the Code must be reported to the board of directors of the Bank at the next regularly scheduled board meeting. The Bank may require an officer or employee to resign from a fiduciary appointment at any time if the Bank determines that the fiduciary appointment presents a conflict of interest (actual or apparent).

Any director who is acting as an executor, administrator, trustee, guardian, custodian or in any other fiduciary capacity shall disclose such activity to the board of directors of the Bank. The Bank may require a director to resign from a fiduciary appointment at any time if the Bank determines that the fiduciary appointment presents a conflict of interest (actual or apparent).

## **BEQUEST HANDLING**

Associates are not permitted to accept a bequest granted under a will or trust instrument of a customer of the Bank except when such bequest is from a relative of the Associate. Exceptions to this policy must be approved in writing by the President/Chief Executive Officer of the Bank for officers (other than senior executive officers) or employees, or the board of directors of the Bank for senior executive officers and directors, before the bequest is accepted, and such exceptions must clearly describe all relevant circumstances concerning the bequest. All approvals made by the President/Chief Executive Officer under this section of the Code must be reported to the board of directors of the Bank at the next regularly scheduled board meeting.

## **MANAGEMENT OF FINANCES**

It is extremely important that an Associate maintain a sound personal financial condition. Failure to do so may prevent the Associate from carrying out job-related responsibilities or fiduciary duties, as the case may be, in the most effective manner. Because of the nature of our business, any improper handling of your personal finances could undermine your credibility and that of the Bank. An Associate should refrain from participation in any personal financial transactions with employees they directly supervise, or with customer or supplier relationships they supervise, unless such relationships have been fully disclosed and approved by President/Chief Executive Officer and reported to the board of directors of the Bank at the next regularly scheduled board meeting.

## **PERSONAL INVESTMENTS**

Associates are free to invest in stocks, bonds, and other securities at their discretion, but they must always comply with applicable laws and regulations. Speculation or excessive borrowing and gambling are not consistent with the prudent management of personal affairs expected of a Bank Associate. Associates must never make changes in their personal investment portfolios on the basis of confidential information relating to the Bank or its customers.

## **OBSERVING APPLICABLE LAWS AND REGULATIONS**

### **SAFEGUARDING CONFIDENTIALITY AND INTEGRITY OF INFORMATION AND RECORDS**

#### **Confidential Information Concerning the Bank**

Except with specific approval by senior management, Associates must not divulge any non-public information regarding the Bank to any outsider except for a legitimate business purpose and with the understanding that the information is confidential and must be used solely for the limited business purpose for which it was given and received.

#### **Safeguarding Customer Information**

Financial and personal information about customers is protected under the law and is entitled to the same respect and care as funds or physical property. To protect the privacy rights of its customers, the Bank will:

- Collect and maintain only that information which is specifically necessary to serve customer accounts properly and render fair credit judgment;
- Maintain in a secure manner all files and recordkeeping systems which contain information on customers; and
- Divulge no personal or credit information to third parties except with proper customer authorization, or pursuant to proper legal process or regulation, or for purposes of extension of credit by other lenders.

If the Bank is served with a subpoena or other legal process requiring disclosure of customer information, the following procedures must be followed, unless otherwise prohibited:

- Notify customers as promptly as possible of the request;
- Make full use of the maximum legal waiting period before honoring the subpoena or other process, providing the customer the opportunity to take any available legal recourse; and
- Refuse to permit inspection of files not directly requested by legal document. Only information specifically required will be released. Access to files not specified will not be permitted.

If the subpoena is subject to the Right to Financial Privacy Act, Associates are charged with assuring that the government has fully complied with the terms of that Act prior to releasing any

information. All Associates with access to such files and information will be instructed about these privacy provisions.

Internally, such information should be utilized only for the business purpose for which it was given and restricted within the Bank to those who need to know.

### **Ensuring the Integrity of Records**

Records and accounting information must be accurate and maintained with reliability and integrity. Transactions must be reflected in an accurate and timely manner. False entries and activities that could result in false entries are expressly prohibited.

### **Internal Controls Over Assets**

Associates must comply with all internal control procedures established by the Bank for the safeguarding of assets and proper reporting and disclosure of financial information.

The Bank has established and will maintain internal accounting controls and recordkeeping practices to meet both legal and business requirements. The accounting records of the Bank must be complete, accurate, and in reasonable detail. Such records include books of original entry and other financial information used for internal management decision-making and external reporting.

The underlying transactions must be properly authorized and recorded on a timely basis to permit preparation of financial statements in accordance with generally accepted accounting principles and maintain accountability of assets. All funds and assets must be fully and properly recorded on the Bank's books. It is unlawful to falsify any book, record, or account which reflects transactions of the Bank or dispositions of Bank assets. Associates should be certain that all transactions with other persons are properly documented and recorded to avoid any possible allegation that the Bank was assisting such persons in improperly recording or detailing the nature of the transactions involved. In addition, Associates must adhere to the Bank's policies regarding Currency Transaction Reporting (CTR) filing, Suspicious Activity Report (SAR) filing, and other reporting requirements mandated by federal law.

### **CANDOR IN DEALING WITH AUDITORS, EXAMINERS, AND LEGAL COUNSEL**

All employees, officers, and directors are required to respond honestly and candidly when dealing with the Bank's independent, external and internal auditors, regulators, and attorneys.

### **DISCLOSURE AND REPORTING**

#### **Disclosures**

Associates should resolve doubt as to whether a proposed transaction may involve a conflict of interest, or the appearance of a conflict of interest, by disclosing the proposed transaction. An officer (other than a senior executive officer) or employee must disclose any and all actual or potential conflicts of interest by submitting, in writing, all non-privileged information relevant to the matter, including the existence, nature and extent of the employee's interests to the President/Chief Executive Officer. Any senior executive officer or director must disclose any and all actual or potential conflicts of interest by submitting, in writing, all non-privileged information

relevant to the matter, including the existence, nature and extent of the director's interests to the Chairperson of the board of directors of the Bank.

Associates must refrain from participating in internal discussion of the matter or transaction involving the conflict or potential conflict, other than to respond to any inquiries regarding the facts and circumstances. Associates must also refrain from any attempt to influence the decision of any individual with respect to the matter or transaction and, if the Associate would generally participate in the decision-making, the Associate must recuse himself/herself from discussion and voting on the matter or transaction. The results of board deliberations on any matter involving a potential conflict of interest should be clearly noted in the meeting minutes. The minutes should also: (i) clearly note which directors recused themselves from discussion and voting on the matter; (ii) reflect why proceeding with the transaction is in the best interests of Bank; and (iii) reflect any additional actions the board may deem necessary or appropriate to manage the conflict of interest.

### **Reporting Accounting Errors or Improprieties**

Associates must comply with all financial reporting and accounting regulations applicable to the Bank. If any Associate has concerns or complaints regarding questionable accounting or auditing matters of the Bank, including a failure to comply with its internal controls or to cooperate with the Bank's internal or independent auditors, he or she may submit those concerns or complaints:

- to the Chairperson of the Board who shall inform the Audit Committee for further review; or
- to the Chairperson of the Audit Committee.

### **Reporting of Other Violations**

Associates must promptly report any known or suspected violation of this Code or any applicable law or regulation to the person(s) identified below in this section, whether the violation involves you or another person subject to the Code. You must also report any illegal conduct or conduct that violates the underlying principles of the Code, by any of our customers, suppliers, contract workers, business partners, or agents.

Working together to ensure prompt and consistent action against violations of this Code is important. In some situations, it may be difficult to know if a violation has occurred. Because this Code cannot anticipate every situation that will arise, it is important that Associates have a way to approach a new question or problem. These are some steps to keep in mind:

Make sure you have all the facts: The Bank must be as fully informed as possible to determine whether a particular scenario conflicts with this Code.

Ask yourself: What am I being asked to do or what is the specific conduct of concern? Does it seem unethical or improper? This question will allow you to focus on the relevant facts and circumstances. Use your judgment and common sense. If something seems unethical or improper, it probably is.

Clarify your responsibility and role: In most situations there is shared responsibility. Are the proper employees/officers informed?

Discuss/Report the problem: You may raise any question or concern or report any violation or potential violation under this Code: (i) to your supervisor, who must report the matter to the President/Chief Executive Officer; (ii) to Human Resources, who must report the matter to the President/Chief Executive Officer; or (iii) to the President/Chief Executive Officer directly. If it is not appropriate, or if you do not feel comfortable approaching your supervisor, Human Resources or the President/Chief Executive Officer with your question, concern or report, you may notify the Chairperson of the Board.

You may report ethical violations in confidence and without fear of retaliation: If your situation requires that your identity be kept secret, your anonymity will be protected to the extent possible. The Bank does not permit retaliation of any kind against Associates for good faith reports of ethical violations.

Always ask first, act later: If you are unsure of what to do in any situation, seek guidance before you act.

All reports of violations of this Code will be prepared in writing and investigated, with corrective action taken as appropriate. Documentation of complaints, investigative findings and any resolution will be required and retained by Human Resources for not less than 3 years

### **Reporting Legal Issues**

Each employee must immediately report to the President/Chief Executive Officer any conviction of a misdemeanor or greater offense (other than a minor traffic violation), whether or not it relates to the business of the Bank. Each report should contain a copy of the court document(s) detailing the conviction, along with a statement explaining the circumstances surrounding the conviction. Each director and senior executive officer must make similar reports (as applicable) to the board of directors.

### **Failure to Report**

Failure to submit information regarding suspected Code violations is itself a violation of the Code. Similarly, submitting facts that are known to be false is also a violation of the Code.

### **NO RETALIATION**

The Bank recognizes the importance of providing a safe and ethical workplace for Associates. The Bank encourages Associates to report concerns regarding possible improper conduct in the workplace, and will not permit retaliation of any kind by or on behalf of the Bank for making such reports in good faith.

### **ANNUAL ACKNOWLEDGMENT AND ONGOING DISCLOSURE**

As an Associate, you are required to continually observe this Code. All Associates must sign an acknowledgment of their receipt and understanding of the Code and its requirements at the beginning of any employment or other relationship with the Bank, but no later than 30 days from the date of employment. Further, all Associates must attest to their receipt and understanding of the Code and its requirements on an annual basis either through electronic affirmation or by signing the acknowledgement. Associates also have a duty to update any disclosures previously made upon the occurrence of any change in circumstances that would require disclosure under this Code.

## **SANCTIONS**

The Bank will strive to impose reasonable disciplinary actions for each Code violation that fits the nature and particular facts of the violation of the Code. Violations of this Code are grounds for disciplinary action ranging from reprimand to dismissal. Violations of a more serious nature may result in suspension without pay, demotion, loss or reduction of bonus, or any combination. Termination of employment generally is reserved for the most serious actions. Violations of this Code are not the only bases for disciplinary action. The Bank has additional policies and procedures governing Associate conduct.

## **SUPPLEMENTAL POLICIES**

This Code may duplicate or overlap with provisions contained in other Bank policies and manuals, including without limitation, the Granting Credit to Insiders Policy and the Employee Handbook. Where there is duplication or overlap, the provisions of this Code shall provide the minimum required standard of conduct.

## **TRAINING AND AWARENESS**

The Bank will establish a system to administer and monitor compliance with this Code. That system will ensure that Associates are trained, kept aware of, and provided with interpretive advice and assistance dealing with conflicts of interest and other ethical issues. Training will address the need to avoid conflicts or even the appearance of conflicts of interests.

## **MONITORING**

The Board of Directors, with support from the Compliance Officer and/or designee, will ensure that internal controls are in place to monitor against conflicts of interest and self-serving practices. Any operational weaknesses that are identified will be corrected so the Bank remains in compliance with all laws, regulations and Bank policies.

## **REVIEW AND ADMINISTRATION OF THE CODE**

The Board of Directors will have general oversight over this Code. In connection with its general oversight duties, the Board should:

- review annual and periodic disclosures made pursuant to this Code and provide reports of such disclosures; and
- on an annual basis, review the Code and recommend any appropriate changes or modifications to the Code.

At least annually, the Board of Directors should review the recommendations and adopt any changes or modifications to the Code it deems necessary or appropriate.