



Farm Credit
Financial Partners™

Standard of Conduct Policy - Agents

Policy Statement

The policy is to ensure that Agents of FPI uphold high standards of professional conduct and carry out their duties with honesty, integrity, and in an impartial manner to ensure the proper performance of FPI's business and the continued public confidence in the Farm Credit System. The avoidance of misconduct and conflicts of interest is indispensable to the maintenance of these standards.

Policy Purpose

OPERATING PARAMETERS:

An Agent means any person, other than a director or employee, who currently represents FPI in contacts with third parties or who currently provides professional services to FPI, such as legal, accounting, appraisal, and other similar services.

This policy, management directives, and applicable FCA regulations and definitions shall govern Agent conduct. The following standards of conduct shall apply in addition to the provisions of FCA regulations and management directives:

A. Safe & Sound Business Practices.

FPI shall utilize safe and sound business practices in the engagement, utilization, and retention of Agents. FPI shall utilize its Vendor Assessment Process to screen all prospective Agents. The FPI Vendor Assessment Process shall provide for the selection of qualified and reputable Agents. The FPI department supervisor in charge of the area where the Agent will work is responsible for reviewing the Agent's work product and tracking their time and billing. The FPI Finance Department shall confirm all time and billing with the FPI department supervisor prior to making payments to the Agent.

FPI shall be responsible for the administration of relationships with its Agents, and shall take appropriate investigative and corrective action in the case of a breach of fiduciary duties by the Agent or failure of the Agent to carry out other Agent duties as required by contract, FCA regulations, or law. All FPI employees and directors are required to report any known legal or regulatory violations committed by Agents to the FPI Standards of Conduct Officer.

B. Real or Apparent Conflicts.

FPI shall be responsible for exercising corresponding special diligence and control, through good business practices, to avoid or control situations that have inherent potential for sensitivity, either real or perceived. FPI generally discourages the employment of Agents who are related to directors or employees of the institution. The FPI Standards of Conduct Officer (or the President if the Standards of Conduct Officer is the related employee) shall make the final determination as to whether the circumstances warrant the hiring of a related Agent. In

making his determination, the Standards of Conduct Officer shall consider the type of transaction in question, the nature of the relationship between the Agent and the employee/director, and any mitigating or aggravating factors. As per FPI's Standards of Conduct Policies, employees and directors must provide an annual disclosure to the Standards of Conduct Officer detailing relatives they have who transact business with FPI.

Gifts & Favors.

The solicitation and acceptance of gifts, contributions, or special considerations by Agents shall be generally discouraged by FPI. Only items of non-material/nominal value may be exchanged, and such exchanges must not be offered (or reasonably be viewed as being offered) to influence official action or to obtain information the Agent would otherwise not be entitled to receive or disclose.

Sensitive & Confidential Information.

Agents may have access to sensitive and confidential information about FPI, FPI's association customers, and/or association farmer borrowers. Unless an Agent has a professional ethical requirement that mandates confidentiality (i.e. attorney/client relationship...etc.), all Agents will be required to execute a confidentiality agreement with FPI that protects from disclosure all sensitive and confidential information that the Agent will be exposed to.

Except as otherwise stated in this policy, the President shall have the authority to make final determinations regarding standards of conduct for Agents under this policy, except for any matters that require board approval.

Policy Scope

Those defined as agents of FPI.

Exception(s)

Any exceptions would need to be approved by the President & CEO or designee.

Last Approved: September 2019