

## AEP POLITICAL ENGAGEMENT POLICY

The energy industry is one of the most highly regulated sectors of the U.S. economy and is in the midst of a technology and innovation revolution. Advances in technology are creating opportunities for AEP to integrate and modernize the grid – making it smarter, cleaner, more reliable and more resilient. The policy realm in which we exist today was designed largely to accommodate outmoded technologies of the past. To meet our customers’ evolving expectations, we sometimes must work to reshape the regulatory and legislative frameworks in which we exist.

As a result, we are active in the policy making and political process through routine, constructive engagement with government officials, policymakers and stakeholder groups. Where permitted by law, AEP may contribute corporate funds to state and local candidates, parties, committees, ballot measures, and political organizations. AEP makes corporate contributions in support of candidates and entities that are generally supportive of our business interests and aligned with our core values. Details about the focus of our political engagement for any given year can be found in our [Corporate Accountability Report](#). When contributions are made, they are done so without respect to either political party affiliation or private political preferences of any individual director, officer or employee of AEP. No contribution will be given in anticipation of, in recognition of, or in return for any official act, and all corporate political contributions are disclosed.

AEP operates in many states with varying regulatory frameworks primarily governed by legislatures that set policy goals. Those goals result in regulations created by state agencies and commissions. These state legislative and regulatory environments work in conjunction with federal policies to define the parameters of AEP’s business and planning models. They also affect our business decisions related to making investments and determine how we are able to recover the costs of those investments.

In each of our states and in DC, we employ full-time registered lobbyists, and often engage external lobbying firms to support them. They engage with policymakers on Capitol Hill, the statehouses, the federal and state agencies, and with localities and municipalities. Every state has its own unique set of lobbying rules defining the legal and

ethical standards for registered lobbyists. AEP's lobbyists receive specialized training on these rules and are expected to follow them without exception. Our lobbyists must conduct all lobbying activities with honesty, integrity, and in a fair and professional manner that avoids any representations that may create conflicts of interest for the lobbyist and the company.

AEP exceeds the basic legal requirements to maintain transparency in its interactions with policymakers and political or advocacy organizations. We comply with all federal and state campaign finance and lobbying ethics requirements and go beyond; holding all of our employees and contractors to stringent behavioral standards as required by our [Principles of Business Conduct](#). Every AEP employee is expected to meet these standards. And we consider legal compliance as the starting point – not the finish line – for our expectations of our own lobbying and advocacy actions.

Beyond direct interaction between our lobbying teams and policymakers, AEP also interacts with trade associations and advocacy groups that indirectly support the corporation's policy goals. Our relationships with regulators and legislators, and our partnerships with advocacy organizations, are imperative to meeting customer demand for new, innovative solutions. We leverage our expertise and experience to educate regulators and key stakeholders about emerging technologies and associated issues.

The web of legislative and regulatory bodies with which AEP interacts is complex and multi-layered. All AEP employees receive general training on the [Principles of Business Conduct](#) annually, and are instructed to report potential violations to AEP's Ethics and Compliance department. Failure to comply with these standards results in disciplinary action up to and including termination.

Our detailed policy is set forth below:

## DEFINITIONS

For purposes of this Policy:

“**AEP**” means American Electric Power and any of its operating companies or subsidiaries, including [AEP Ohio](#), [AEP Texas](#), [Appalachian Power](#), [AEP Appalachian Power](#), [Indiana Michigan Power](#), [Kentucky Power](#), [Public Service Company of Oklahoma](#), [Southwestern Electric Power Company](#), [AEP Transmission Holding Company](#) and its subsidiaries, and [AEP Energy](#) and its subsidiaries.

**“AEP Legal”** means the representative or representatives within the AEP legal department designated by AEP’s General Counsel to review and approve requests subject to this Policy.

**“AEP Executive Management”** means the individual or individuals identified as having the authority to review and approve requests subject to this Policy by AEP’s approved process for implementing this Policy.

**“Corporate Political Contribution”** means a contribution of corporate funds or in-kind<sup>1</sup> contributions of goods or services by AEP to any Political Entity.

**“Government Official”** means any official, officer, employee or representative of, or any person acting in an official capacity for or on behalf of, any governmental entity (including federal, state, local, or municipal government department or agency), whether elected, appointed, retained or otherwise employed, when that individual’s role or position involves oversight of or influence over AEP’s interests. This definition also includes any political party or party official or candidate for political office; and any company, business, enterprise or other entity owned, in whole or in part, or controlled by any person described above.

**“Political Entity”** is any of the following:

- Individual candidates for state or local office
- Political action committees
- State and local political parties and party committees
- Groups organized under Section 527 of the Internal Revenue Code (including but not limited to the following: Republican Governors Association, Democratic Governors Association, Republican Attorneys General Association, Democratic Attorneys General Association)
- State or local ballot initiatives or referenda
- Groups, regardless of their organizational structure, that appear to be political in nature by virtue of the inclusion of terms like “legislative,” “democratic,” “republican,” “government,” or similar terms in their name (e.g., National Conference of State Legislatures, Council of State Governments) or that are

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<sup>1</sup> In-kind contributions include efforts made by AEP employees in an official capacity on behalf of AEP to raise funds or garner support for Political Entities during working hours. While AEP employees are permitted to personally support whatever Political Entities they choose, in whatever manner they choose – through financial contributions or by donating their time -- all such personal contributions or volunteer activity must be done outside of work hours. Use of company time or resources in furtherance of such personal support is a violation of this Policy.

known to be political in nature by the individual making the request for contribution

- Independent expenditures, where an “independent expenditure” is a political campaign communication (e.g., newspaper or TV ad, direct mailing, website) that expressly advocates for the election or defeat of a clearly identified candidate or ballot issue and that is not made in cooperation, consultation or concert with or at the request or suggestion of a candidate, candidate’s authorized committee or political party
- Independent expenditure-only committees (“Super PACs”) that engage in independent expenditures as described above

Contributions labeled as “memberships” or “sponsorships,” if made to one of the above Political Entities, are nevertheless “Corporate Political Contributions” subject to this Policy. Any and all Corporate Political Contributions made by AEP must comply with all applicable federal and state laws, rules and regulations and this Policy. If the applicability of this Policy to any proposed contribution is unclear, the proposed contributor shall seek review and approval before making a contribution.

**“Political Activities”** means activities that are conducted to support a Government Official or Political Entity and can include both direct or in-kind contributions (which include the use of corporate facilities, services, materials or employee time) and events to solicit contributions (*i.e.*, fundraisers).

**“Social Welfare Contribution”** means any contribution of corporate funds or in-kind<sup>2</sup> contribution of goods or services by AEP to any Social Welfare Organization.

**“Social Welfare Organization”** is any organization operating under section 501(c)(4) of the Internal Revenue Code.

## **CORPORATE POLITICAL CONTRIBUTIONS**

### **FOREIGN NATIONAL PROHIBITION:**

Only U.S. Citizens and permanent resident aliens are allowed to make decisions with respect to Corporate Political Contributions. At no point may a foreign national be involved in any decisions concerning the making of contributions, donations, expenditures, or disbursements in connection with elections.

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<sup>2</sup> See footnote 1.

## PRIOR APPROVAL REQUIRED:

### Corporate Political Contributions

All requests for Corporate Political Contributions must be reviewed and approved by AEP Legal in advance in order to ensure compliance with all applicable federal, state, and local laws, rules, and regulations, and this Policy.

In addition, all requests for Corporate Political Contributions must be reviewed and approved by AEP Executive Management in advance, in accordance with AEP's internal processes for implementing this Policy, in order to ensure compliance with AEP's policy and budgetary objectives.

### Use of Corporate Resources

In order to guard against any inadvertent in-kind Corporate Political Contributions, the use of corporate resources in connection with Political Activities, such as fundraising and campaigning, in those jurisdictions that allow such in-kind contributions, shall be reviewed and approved under this Policy.

Any events that are Political Activities and that use corporate resources must be precleared by AEP Legal before the event is planned. Please note if a non-AEP entity, including any AEP PAC, utilizes any AEP space for a Political Activity event, it must pay AEP in advance for the space and any services (including food service) and goods to be provided.

## DISCLOSURE:

AEP is committed to transparency in its Political Activities. The company discloses its Corporate Political Contributions in accordance with applicable laws and regulations. In addition, AEP voluntarily discloses activities subject to this policy through our [website](#) and our [Corporate Accountability Report](#), to provide customers, stakeholders, and shareholders additional information about our participation in the political process on an annual basis.

## OVERSIGHT:

Every Corporate Political Contribution must be approved by AEP Legal and AEP Executive Management in accordance with this Policy. In addition, the Committee on Directors and Corporate Governance of AEP's Board of Directors is responsible for oversight of the company's Political Activity, and annually reviews:

- The Company's policies on political expenditures
- Corporate Political Contributions
- Payments to trade associations that the trade association discloses are used for lobbying

In addition, compliance with this Policy is the subject of periodic audits, the results of which are shared with the Audit Committee of the Board of Directors.

#### COMPLIANCE:

AEP has established strict internal policies, processes and compliance measures to ensure adherence to legal and regulatory requirements. We employ a robust system for requesting, evaluating, processing and authorizing all Corporate Political Contributions.

Every political contribution request is reviewed by AEP Legal before a contribution is made and must be approved by AEP Executive Management in strict compliance with this Policy and its associated procedures for implementation. AEP conducts regular trainings, compliance system reviews, and internal audits to ensure all Corporate Political Contributions comply with the law and this Policy. Additionally, AEP's [Principles of Business Conduct](#) includes provisions regarding Political Activity that provide guiding principles and practical application for employees. The Principles of Business Conduct is available to all AEP employees, who are tested annually on their understanding of its tenets.

### **PERSONAL POLITICAL CONTRIBUTIONS**

Under no circumstances will AEP employees be reimbursed for any campaign contribution in any way, including as part of compensation, bonuses or other arrangement.

Employees are prohibited from pressuring or coercing any colleagues to make a campaign contribution or participate in any way in campaign activity. Additionally, employees must not make any connection between employment status and a potential contribution. It is a fundamental tenet of the law, and one that AEP supports, that contributions must always be voluntary and if asked, individuals can refuse to make any contribution without fear of reprisal. Further, if a Political Activity does occur on AEP's premises, employees should take extra caution not to coerce others to attend, organize or participate in the event.

## **CONTRIBUTIONS TO SOCIAL WELFARE ORGANIZATIONS**

AEP has a long history of making contributions to Social Welfare Organizations with long-standing and commonly understood civic or social welfare purposes (e.g., local Rotary or Kiwanis groups, volunteer fire departments), particularly at the local level in the communities we serve. While Social Welfare Organizations are required to be operated exclusively to promote social welfare, they may engage in some political activities, so long as that is not their primary activity.

Because AEP has no control over how Social Welfare Organizations spend any contributions we make, and in keeping with the enhanced transparency objectives outlined in this Policy, all Social Welfare Contributions shall be subject to the following requirements:

### **PRIOR APPROVAL REQUIRED:**

Any request for a Social Welfare Contribution shall be reviewed and approved by AEP Legal, in advance, and shall not be made without the express prior approval of AEP Legal. AEP Legal will exercise its professional judgment and discretion to evaluate the social welfare objectives to be served by the contribution and the historical practices of the Social Welfare Organization in question and will determine whether additional AEP Executive Management approval shall be required before the requested contribution is approved. If AEP Legal deems additional AEP Executive Management approval necessary, AEP Legal shall obtain such approval before approving the Social Welfare Contribution.

### **DISCLOSURE & OVERSIGHT:**

Social Welfare Organizations are not required by law to identify their contributors. Nevertheless, in keeping with the enhanced transparency objectives outlined in this Policy, beginning with contributions made in 2020, AEP will disclose its contributions of \$5,000 or more to Social Welfare Organizations as part of AEP's annual disclosures. The Committee on Directors and Corporate Governance of AEP's Board of Directors will also review such Social Welfare Contributions on an annual basis.

## LOBBYING

### OVERVIEW:

AEP is committed to adhering to the highest ethical standards when engaging in any lobbying activities. As such, AEP complies with all federal and state laws and regulations for lobbying registrations and reporting. AEP companies, employees and external lobbyists and firms must register as lobbyists as required by applicable law to represent the Company's interests. All lobbying registrations and expenditures reporting are done in strict compliance with these laws, which vary from state to state, and our lobbyists are all expected to monitor and remain in compliance with any changes in the applicable lobbying regulations. AEP files its quarterly federal lobbying disclosure reports and its semiannual federal contribution reports with the [Office of the Clerk of the U.S. House of Representatives](#) and the [Secretary of the U.S. Senate](#), pursuant to the federal Lobbying Disclosure Act. AEP also posts this information on our website.

Where applicable, AEP and its subsidiaries also file state and local lobbying reports with the appropriate governing agencies in compliance with the requirements in respective states. These reports are publicly available in the respective jurisdictions and disclose the required lobbying information. A summary of our total lobbying expenditures is provided annually in our [Corporate Accountability Report](#).

### RECORDKEEPING & COMPLIANCE:

In order to comply with the various requirements related to public disclosure, AEP's lobbyists shall keep records of all lobbying activities and contacts, complete any required training, and fulfill all other requirements necessary to comply with the applicable lobbying laws within each jurisdiction where we engage in lobbying activities.

### TRAINING:

Those employees who may interact with Government Officials at any jurisdictional level will receive annual training regarding this Policy. Any employees who are registered lobbyists or who are likely to engage in lobbying activities under lobbying laws (including the federal Lobbying Disclosure Act) will receive additional training on this Policy at the discretion of the Chief Compliance Officer.

### TRADE ASSOCIATION LOBBYING:

AEP belongs to various trade groups and other organizations that represent a broad spectrum of views on industry and policy issues. While we don't always agree

with all of the views of these groups, we find value in having a seat at the table when key industry issues are being discussed. Many of these trade associations are politically active in their own right, on behalf of the utility industry or broader business interests.

The Internal Revenue Code requires trade associations to inform contributors of the portion of annual dues, if any, attributable to lobbying expenses. For those trade associations to which AEP pays dues of \$25,000 or more each year, we voluntarily disclose that portion of such dues not deductible under the Internal Revenue Code, as reported to us by the organization.

## **INTERACTIONS WITH GOVERNMENT OFFICIALS OR THEIR REPRESENTATIVES**

In addition to lobbying, AEP employees and representatives are often engaged in legislative, regulatory, and public policy issues in other capacities, and AEP routinely is called upon by Government Officials to provide substantive input on hundreds of issues. In all interactions with Government Officials or their representatives, AEP is committed to conducting itself with integrity and in conformance with the values expressed in AEP's [Principles of Business Conduct](#) and all applicable laws. AEP's Principles of Business Conduct, applicable to all AEP employees, requires that AEP employees and representatives must conduct AEP business before Government Officials and regulators openly and honestly, exercising the utmost integrity at all times. When in doubt on any ethical question, employees are instructed to always choose the highest standard.

In addition, AEP's Anti-Corruption policy expands upon the requirements in the Principles of Business Conduct and expressly prohibits bribery and all other forms of corruption. AEP prohibits offering, promising, giving or authorizing others, such as lobbyists and political consultants, to give *anything of value*, tangible or intangible, either directly or indirectly, to any individual – including Government Officials – to gain an unfair business advantage or to influence improperly an official's decision-making with respect to the Company. The term "anything of value" is intentionally broad to ensure that careful consideration and scrutiny is given to interactions with Government Officials. It includes things you may not recognize as valuable, such as benefits conferred on others at the request of a Government Official or their agent or intermediary, and benefits conferred to lobbyists, consultants, Government Officials' family members or friends, or Government Officials' current or former employees.

Consistent with AEP's Anti-Corruption policy, if a Government Official performs or offers to perform an official Act for AEP in exchange for AEP's selection of a vendor or supplier:

- The Government Official's request must be reported immediately to AEP's Chief Compliance Officer;
- The vendor or supplier who is the subject of the request shall be disqualified from consideration to provide any goods or services to AEP.

## **TRAINING AND CERTIFICATION**

All AEP employees receive annual training on AEP's Principles of Business Conduct, which includes basic information about AEP's Political Engagement Policy. Those employees who, by virtue of their position, may solicit Corporate Political Contributions or Social Welfare Contributions, who may engage in lobbying – whether registered as a lobbyist or not, or who may interact with Government Officials or their representatives, at any jurisdictional level, will receive more comprehensive annual training regarding AEP's Political Engagement Policy. Any employees who are registered lobbyists or who are likely to engage in lobbying activities under the relevant lobbying laws may receive additional training on this Policy at the discretion of the Company's Chief Compliance Officer.

All such employees will submit annual certifications stating that they understand, will comply with, and have complied with this Policy, including this training requirement.

## **VIOLATIONS**

If you become aware of any conduct or behavior in violation of the law or of this Policy, by anyone working for or on behalf of AEP, or if you have any questions or concerns regarding potential corruption or this policy, immediately contact your supervisor or management; Human Resources; the AEP Concerns Line, toll free, 24 hours a day at 1-800-750-5001 or [www.aepconcernsline.com](http://www.aepconcernsline.com); or, Ethics & Compliance directly at 614-716-6226. The AEP Concerns Line allows you to make a report anonymously if desired. Ethics & Compliance will make every effort to maintain confidentiality of the information shared and the anonymity of anyone disclosing information.

AEP has a Speak Up Policy to reinforce federal protection of whistleblowers who report fraud, corruption, waste, abuse or mismanagement. AEP will not tolerate any retribution or retaliation against anyone for raising a concern in good faith about a potential violation of this policy, or for cooperating with an investigation.

Violation of any provisions of this Political Engagement Policy will result in disciplinary action, up to and including termination of employment. Violations of law will be referred for prosecution by the appropriate legal authority.

Effective 01/01/2021