

World Conformation Horse Association Code of Conduct and Ethics

The World Conformation Horse Association (WCHA) has adopted this Code of Conduct and Ethics to communicate the ethical and legal standards that we expect Employees, Officers, Directors and Advisors to observe. Adherence to the highest standards of integrity and ethical behavior is fundamental to our WCHA. The WCHA name must always be synonymous with ethical behavior and sound business practices.

Our reputation depends on each of us fulfilling our responsibilities to our members, our suppliers, our customers, the marketplace and the communities in which we do business. The WCHA Code of Conduct and Ethics sets out guidelines for fulfilling these responsibilities.

While business practices and our business environment may change over time, our commitment to the highest standards of integrity and responsibility must remain constant. We believe that conducting business legally and ethically is essential to our future success.

We understand that this Code of Conduct and Ethics cannot anticipate and address every situation that may arise, but it is intended to set out basic principles to guide all directors, officers, advisors and employees of WCHA. In many situations, common sense and good judgment are our best guide. A person faced with a difficult situation should consider whether he or she would feel comfortable if their decision or action became public knowledge. All of us must remember that when we act on behalf of WCHA our Association's reputation for honesty and integrity is in our hands.

Our Code of Conduct and Ethics

WCHA encompasses many people, each with his or her own personal values. One of the values we must all share is integrity and a desire to have a good reputation. The integrity of WCHA is one of our most important assets. Each and every employee, director and advisor is important in protecting our reputation.

We must conduct our operations legally and ethically. We provide quality services to our members. We keep our word. We do the right thing because it is right. That is our policy. That will continue to be our policy.

Personal responsibility is at the core of our Code of Conduct and Ethics. We expect our employees, directors and advisors to know right from wrong and to always choose right over wrong. Everyone has a responsibility to comply with our Code of Conduct and Ethics, with all other WCHA policies and procedures, and with all applicable local, state and federal laws and regulations.

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One person who does the wrong thing can severely damage the reputation of WCHA. This Code of Conduct and Ethics was adopted by our Executive Committee and Board of Directors and is intended to tell you what WCHA expects of you. This document will not answer every specific ethical or legal question, but it will guide you in making decisions. Uncertainties are bound to occur. In these situations, you should seek guidance from the people identified in this Code of Conduct and Ethics. You should report unlawful conduct or unethical conduct that violates this Code of Conduct and Ethics to the chairperson of the audit committee

General Requirements

In addition to the other provisions of this Code of Conduct and Ethics, WCHA's directors, officers, advisors and employees have particular obligations to promote honest and ethical conduct and to deter wrongdoing. All directors, officers, advisors and employees of WCHA shall:

- Act honestly and ethically in the performance of their duties at WCHA.
- Avoid actual or apparent conflicts of interest between personal and professional relationships.
- Provide full, fair, accurate, timely and understandable disclosure in reports and documents that WCHA files or submits.
- Promptly report to an appropriate person or persons identified in this Code of Conduct and Ethics any violations of this Code.
- Be accountable for adherence to this Code of Conduct and Ethics.

Reporting and Administration

The overall administration of our Code of Conduct and Ethics rests with the Executive Committee of our Board of Directors.

WCHA will not tolerate any threats or acts of retaliation for any report made in good faith. We encourage everyone to report evidence or suspicions of unethical or illegal conduct and you should not expect retaliation for doing so.

Reports of Code of Conduct and Ethics violations or suspected violations will be kept confidential to the extent permitted by law and our ability to address specific concerns.

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Dealing With Our Suppliers

WCHA has invested substantial time, effort and resources developing strong relationships with our suppliers and members. Our business practices must preserve those relationships.

Purchasing From Our Suppliers

We receive fair and competitive prices and quality services from our suppliers by maintaining our objectivity and building supplier relationships based upon integrity and trust. We will select suppliers that are best able to meet WCHA's needs. Suppliers should be selected on the basis of objective information concerning such factors as quality, safety, value, best or lowest price, profitability, technical excellence, service reputation and production capacity.

Everyone should be certain that personal or family relationships do not influence or appear to influence objective purchasing decisions. We should not accept any consideration or incentives or participate in any activity, such as a sponsored conference, social event or sporting activity, if doing so may improperly influence or appear to influence our business judgment. Acceptance of cash gifts is prohibited.

Those with purchasing responsibilities should pay particular attention to the conflict of interest provisions dealing with acceptance of gifts or gratuities.

Dealing With the Marketplace

WCHA's reputation in the public marketplace is an important asset. We must use our assets and business information in a responsible manner and in the best interests of our members.

Accounting for Business Transactions; Business Records

The accurate and timely recording of financial information is important to our members, and our Board of Directors. Our business practices must be conducted with the highest standards of ethical behavior, and our transactions must be accurately and properly documented and accounted for. Our commitment to the long-term success of WCHA is too important to sacrifice our reputation by resorting to unacceptable accounting practices.

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While certain officers and employees have job responsibility for accounting for business transactions and the preparation of accurate financial statements, the overall responsibility extends to each and every member. All of us must ensure that our business transactions are promptly and properly reflected on our books and that all transactions are documented in a manner consistent with their economic substance.

Our financial records must conform to Generally Accepted Accounting Principles (GAAP).

Individuals who have concerns about WCHA' financial, accounting, internal accounting controls or auditing matters, may report such matters to the Executive Committee of the Board of Directors.

Proper Use of Company Assets

Every member and employee has a responsibility to protect our assets against loss, theft and misuse. Our funds and property should only be used for the benefit of WCHA

Theft, embezzlement or misappropriation of WCHA property by any employee is prohibited.

Proper Use of Confidential Information

You may not, directly or indirectly, disclose, or use for the benefit of any person, firm, corporation or other business organization or yourself, any of our confidential information.

Conflicts of Interest

WCHA' policy on conflicts of interest is straightforward: You should not, directly or through any family or outside association, compete or appear to compete with WCHA and your business dealings on behalf of WCHA should not be influenced, or appear to be influenced by personal, family or outside associations. The term "outside affiliations" refers to any affiliation, association, interest or employment that you may have with an entity other than WCHA. It is impractical to conceive of and set forth rules that cover all situations in which a conflict of interest may arise. The basic factor in all conflict of interest situations is, however, the division of loyalty or the perception of a division of loyalty, between WCHA' best interest and your interests. Guidelines with respect to several sensitive areas in which

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actual, potential or apparent conflicts of interest are likely to occur are set forth below:

- All transactions by an employee, director or advisor of WCHA (or one of his or her outside affiliations) with WCHA or any of its affiliates must be at arm's length and at fair market prices. Any exception must be fully disclosed and approved by the Executive Committee of the Board of Directors prior to its consummation
- Gifts, gratuities or favors received from or offered by outsiders other than those of a nominal amount, that could be, in any way, construed to be related to your association with WCHA must be fully disclosed and approved by the Executive Committee of the Board of Directors. Everyone whose responsibilities include purchasing of any type for the account of WCHA need to exercise particular discretion to avoid a possible conflict of interest.
- The WCHA endorses full disclosure between buyers, sellers, vendors, and agents in the public or private sale of all horses. Full disclosure includes disclosing all known unsoundness, deformities and other information that would be considered pertinent to someone making an informed purchasing decision. Undisclosed commissions, dual agency and undisclosed ownership interests are considered unethical.

Our success depends on the contributions of all the people with whom we associate. We should be fair and respectful in all of our dealings.

Valuing Diversity

WCHA conducts business in a national and international environment reflecting the diversity among our members, our employees, our customers, our suppliers and vendors, and our communities. We understand and appreciate the value that diversity contributes to WCHA. Mutual respect of all members and employees is a core value of WCHA and everyone has a responsibility to act accordingly.

Equal Opportunity Employment

WCHA shall take whatever action is necessary to ensure that all members, applicants and employees are afforded an equal opportunity in employment without regard to race, age, color, religion, sex, national origin, disability, veteran status or other protected status covered by applicable law. Discrimination on the basis of these factors has no place at WCHA and will not be tolerated.

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All members and employees are charged with the responsibility of preventing or eliminating such abuses if they are found to exist. WCHA will ensure that only bona fide job-related requirements and procedures are used with regard to recruitment, employment, promotion, transfer, discipline including termination, compensation, benefits, demotion, layoff, training and educational programs.

Prohibition of Harassment

WCHA will not tolerate harassment of its members or employees when conducting WCHA related business by anyone, including other members, managers, co-workers, vendors or customers of WCHA.

Harassment consists of unwelcome conduct, whether verbal, written or physical, that is based upon a person's protected status, such as sex, race, color, religion, national origin, age, disability, veteran status, or other protected status covered by local or state law. WCHA will not tolerate harassing conduct that affects tangible job benefits; that interferes unreasonably with an individual's work performance, or which creates an intimidating, hostile or offensive working environment.

Sexual harassment specifically is prohibited. Unwelcome sexual advances, requests for sexual favors, and other physical, written or verbal conduct based on sex, constitutes sexual harassment when: (1) submission to the conduct is an explicit or implicit term or condition of employment; (2) submission to or rejection of the conduct is used as the basis for an employment decision; or (3) the conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

WCHA will not tolerate any threatening or hostile behavior in the workplace or at WCHA sanctioned events. Employees and members must not engage in any assaults, hostile physical contact or intimidation, fighting, verbal threats or physical harm or violence, while on WCHA business.

Compliance with Laws

WCHA has a policy of compliance with all applicable local, state and federal laws and regulations. WCHA also emphasizes the moral and ethical conduct of business in all of our operations.

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Government Information Requests

WCHA' policy is to cooperate with all reasonable requests concerning company operations from all government agencies. However, you must consult with the appropriate representative before responding to these requests, submitting to an

interview, or allowing government officials access to association facilities, documents or personnel. You are entitled to know the authorization of the

person seeking access or documents. You also are entitled to have counsel assist you in responding to government requests.

All information provided to government agencies should be truthful and accurate. You should never lie to any investigator and never alter or destroy documents or records in response to a government investigation.