12.14 Annual Compliance Certificate

I have received the Code of Conduct which I have read, been trained in, and fully understand. I will comply with the Code of Conduct during and after association with the ISO, to the extent required by the Code of Conduct.

- I am () a Director () an Officer () an ISO Employee.
- a. I have no financial interest in prohibited Securities other than those I still have time to divest of in accordance with the ISO's divestiture policy (or if I do, I have been granted a hardship exception).
- I have no other financial or business relationship with a Market Participant that would create a conflict of interest as defined in the Code of Conduct (or if I do, I have been granted a waiver by the ISO Board or compliance officer).
- c. Since the date that I last signed a Compliance Certificate, I have complied with the rules and policies contained in the Code of Conduct, except the following matters which I disclose to the management of the ISO (if none, so state):

Signature: _____

Date:

Name (print): _____

Title/Position: