

**EQUAL EMPLOYMENT OPPORTUNITY –
AFFIRMATIVE ACTION POLICY**

It is, has been, and will continue to be the policy of ArentFox Schiff (“AFS”) to provide equal employment opportunity without regard to race, color, religion or creed, sex, sexual orientation, gender, gender identity, gender expression, age, citizenship status, order of protection status, national origin, ancestry, genetic information, physical or mental disability, marital status, parental status, source of income, military or veteran status, unfavorable discharge from military service, or other applicable legally protected status. Further, it is the policy of the Firm to undertake affirmative action in compliance with all applicable federal, state, and local requirements to recruit a diverse pool of applicants and to ensure that our employment practices are, in fact, non-discriminatory.

As a federal government contractor, AFS will keep records, make reports to the federal government, develop written Affirmative Action Programs, and otherwise document the results of our good faith efforts to ensure equality of employment opportunity. It is important — and expected — that each manager and supervisor give their full support to these policies. The Firm’s Chair provides full support for our efforts under our Affirmative Action Programs.

Our continued success depends on the full and effective utilization of qualified persons. AFS will continue to direct our employment practices towards ensuring equal opportunity for all. AFS intends that all matters related to recruiting, hiring, training, compensation, benefits, promotions, transfers, disciplinary actions, terminations, layoffs and recalls, as well as all sponsored social and recreational programs, and all other terms, conditions and privileges of employment comply with equal opportunity principles. In addition, AFS has in place, and has communicated to all employees, a strict policy forbidding harassment of any applicant or employee on account of race, color, religion or creed, sex, sexual orientation, gender, gender identity, gender expression, age, citizenship status, order of protection status, national origin, ancestry, genetic information, physical or mental disability, marital status, parental status, source of income, military or veteran status, unfavorable discharge from military service, or any other characteristic protected by applicable federal, state or local law.

In accordance with applicable law, the Firm makes reasonable accommodations for qualified individuals with disabilities, unless the accommodations would impose an undue hardship requiring significant difficult or expense. The Firm will also reasonably accommodate an employee whose sincerely held religious belief, practice, or observance conflicts with a work requirement, unless providing the accommodation would create an undue hardship. An undue hardship exists when a proposed accommodation in a particular case poses “more than a de minimis” cost or burden on the Firm. If an employee requests a reasonable accommodation under this policy, the Firm will engage in an interactive process with the employee to determine if a reasonable accommodation can be made that will not create an undue hardship.

Employees and applicants shall not be subjected to retaliation, reprisal, harassment, intimidation, threats, coercion or discrimination because they have engaged in or may engage in any of the following activities: (1) filing a complaint; (2) assisting or participating in an investigation, compliance evaluation, hearing or any other activity related to the administration of any federal, state or local law or regulations requiring equal opportunity or affirmative action or (3) opposing any act or practice made unlawful by any federal, state or local law or regulations requiring equal opportunity or affirmative action or (4) exercising any other right protected by any federal, state or local law or regulations requiring equal opportunity or affirmative action.

AFS has delegated day-to-day operating responsibilities for compliance with this policy to the Chief Human Resources Officer, who serves as the Firm's EEO Officer. AFS invites any applicant or employee to address their concerns and questions to the Chief Human Resources Officer or to the Managing Partner(s).

A written copy of our Affirmative Action Program for Individuals with Disabilities and Covered Veterans is available for inspection by any employee or applicant for employment, by appointment, during normal business hours, in the Human Resources office. Interested persons should contact the Chief Human Resources Officer.

SEXUAL AND OTHER FORMS OF HARASSMENT

In accordance with the Firm's equal employment opportunity and affirmative action policy, all personnel must be free to perform their duties without being victims of sexual or other types of harassment. The Firm will not tolerate, and the law prohibits, harassment of its personnel by anyone, including any partner, manager, supervisor, employee, client, vendor or other third party with which the Firm does business. Firm personnel are prohibited from harassing other personnel of the Firm, as well as clients or others with whom they come in contact in connection with their work, based on any legally protected status. This policy applies to any conduct whether in or out of the Firm's offices or on or off working time which improperly affects the individual's work environment.

Harassment may consist of unwelcome conduct, whether verbal, physical or visual, that is based upon a person's race, color, religion or creed, sex, sexual orientation, gender, gender identity, gender expression, age, citizenship status, order of protection status, national origin, ancestry, genetic information, physical or mental disability, marital status, parental status, source of income, military or veteran status, unfavorable discharge from military service, or other applicable legally protected status. Such harassment can consist of verbal or physical conduct or visual displays that denigrate or show hostility or aversion toward an individual because of his/her protected class or that of his/her relatives, friends or associates. The Firm will not tolerate harassing conduct that affects employment opportunities, that interferes unreasonably with an individual's work performance or that creates an intimidating, hostile or offensive working environment.

Sexual harassment has a special legal definition. The Firm prohibits sexual harassment, as it prohibits all forms of illegal harassment. Sexual harassment is a form of sex discrimination and is unlawful under federal, state, and (where applicable) local law. Sexual harassment may include unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when:

- (1) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment (e.g., hiring, compensation, advancement, promotion or retention);
- (2) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual (e.g., treating an employee favorably for engaging in such conduct or unfavorably for refusing to engage in the conduct); or
- (3) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment. The courts have determined that sexual harassment is a form of unlawful discrimination.

For example, unwelcome sexual propositions, suggestive sexual comments, sexually oriented jokes, sexual gestures, the display of sexually explicit pictures or other materials, e-mail, documents or other communications containing sexual comments, unwelcome physical conduct, or comments reflecting gender-based stereotypes or offensive views about one sex may constitute harassment and are therefore prohibited.

The existence of an employer-employee relationship can make any attempted intimacy appear coercive, without regard to the intention of the person with authority who may make the overture. Accordingly, the Firm's policy unequivocally forbids not only threats and demands, but

also unwelcome advances, sexual suggestions, implications, and requests by persons with authority, as well as harassment by other personnel.

Complaint Procedure

Any person who believes he or she has witnessed or been subjected to any form of discrimination, harassment or retaliation must immediately report such incident(s), setting forth verbally or in writing the pertinent facts. To facilitate such reporting, the Firm has provided the Complaint Form. Supervisors and managers who receive complaints of conduct in violation of this policy must likewise immediately report such complaints. The Firm has designated individuals in each office to whom reports should be made if an individual is aware of a violation of this policy, has received a complaint of harassment, or feels subjected to harassment, discrimination or retaliation:

Ann Arbor: Jessica Sprovtsoff or Suzanne Wahl;

Boston: Jeannette McLaughlin or Nancy Puleo;

Chicago: Kevin Cowperthwaite, Paula Ketcham or Cheryl Pavlecic;

Los Angeles: Karen Peters-Van Essen;

New York: Hunter Carter or Patricia Pileggi;

San Francisco: Jacquelynne Jennings or Kelli Schied Smith; and

Washington, DC: Kay Georgi, Jennifer Halliday, Candace Grigsby, Valerie Ross or Barbara Wahl.

Additionally, Individuals who believe they have been the victim of discrimination, harassment or retaliation may choose to discuss their concerns with one of the following individuals:

- their supervisor,
- the Department Director,
- the Chief Human Resources Officer,
- the Chief Operating Officer,
- the Firmwide Managing Attorney(s),
- the Partner in Charge

Any partner, counsel, associate, attorney, supervisor, manager or employee who witnesses or is told about an incident of discrimination, harassment or retaliation has a duty to report it immediately to one of the individuals listed above.

Reports will be investigated promptly, thoroughly and fairly by an impartial and qualified investigator. The investigation will be documented and tracked for reasonable progress. To the extent reasonably possible, confidentiality with respect to reports and related investigations will be maintained. Investigations will be completed on a timely basis. After the investigation is completed, the investigator will determine, based on the evidence collected, whether the matters raised in the complaint constitute a violation of this policy.

If a report of a violation of the policy is determined to have merit, the Firm will act promptly to eliminate the offending conduct and ensure that it does not occur again. Where appropriate, the Firm will impose disciplinary action up to and including termination of employment, changes in responsibilities, changes in future compensation or other appropriate action. This may include discipline for any supervisory and managerial personnel who knowingly allow such behavior to continue.

No Retaliation

Retaliation against any individual for reporting or opposing discrimination or harassment in good faith or for testifying or providing information in support of such a report or for otherwise participating in a proceeding or investigation involving discrimination or harassment is prohibited. A violation of the prohibition against retaliation may also result in disciplinary action up to and including discharge, or other appropriate action. Any individual who knowingly and intentionally makes a false claim is not protected under this policy and may face disciplinary action up to and including discharge, or other appropriate action.

Resolution Outside the Firm

The purpose of this policy is to establish prompt, thorough, and effective procedures for responding to every complaint and incident so that problems can be identified and remedied internally. However, Firm employees with complaints of harassment, discrimination or retaliation also have the right to contact the Equal Employment Opportunity Commission (EEOC) or a fair employment practices agency applicable to the employee's work location. Any complaint must be filed within the time limits imposed under the applicable law. Contact information and information regarding the investigative and complaint process for the EEOC and other applicable agencies is posted in your location and can be found by clicking [here](#).

In addition, we provide the following information:

Administrative Contacts

Ann Arbor:

Michigan Department of Civil Rights

(<https://www.michigan.gov/mdcr>)

Detroit: 313-456-3700

Detroit TTY: 877-878-8464

Lansing: 517-335-3165

Lansing TTY: 517-241-1965

City of Ann Arbor Human Rights Commission

(<https://www.a2gov.org/departments/city-clerk/Pages/HumanRightsCommission.aspx>)

734-794-6141

Boston:

Massachusetts Commission Against Discrimination (MCAD)

<https://www.mass.gov/orgs/massachusetts-commission-against-discrimination>

617-994-6000

TTY (617) 994-6196

Boston Human Rights Commission
<https://www.boston.gov/departments/boston-human-rights-commission>
617-635-2328

Chicago and Lake Forest:

Illinois Department of Human Rights (IDHR)
https://www.illinois.gov/dhr/AboutUs/Pages/contact_IDHR.aspx
Chicago: 312-814-6200 or 800-662-3942
Chicago TTY: 866-740-3953
Springfield: 217-785-5100
Springfield TTY: 866-740-3953
Marion: 618-993-7463
Marion TTY: 866-740-3953

Illinois Human Rights Commission (IHRC)
https://www.illinois.gov/ihr/Pages/Contact_03.aspx
Chicago: 312-814-6269
Chicago TTY: 312-814-4760
Springfield: 217-785-4350
Springfield TTY: 217-557-1500

Chicago Commission on Human Relations
<https://www.chicago.gov/city/en/depts/cchr.html>
312-744-4111
TTY: 312-744-1088

Los Angeles and San Francisco:

California Department of Fair Employment & Housing
<https://www.dfeh.ca.gov>
800-884-1684
TTY: 800-700-2320

Los Angeles Civil + Human Rights and Equity Department
<https://civilandhumanrights.lacity.org>
213-978-1845

San Francisco Human Rights Commission
<https://sf-hrc.org>
415-252-2500

New York:

New York State Division of Human Rights/NYS Supreme Court
(www.DHR.ny.gov)
888-392-3644

New York City Commission on Human Rights
<https://www1.nyc.gov/site/cchr/index.page>
718-722-3131 or 311 from New York City

Washington DC:

District of Columbia Office of Human Rights
(<https://ohr.dc.gov>)
202-727-4559
TTY: 711 from Washington DC

COMPLAINT FORM

If you believe that you are being subjected to discrimination, harassment or retaliation in violation of Firm policy, if you witness conduct by others that you believe may violate Firm policy, or if someone you know has been the victim of harassment, discrimination or retaliation in violation of Firm policy, you may complete this form and submit it to Human Resources or any of the Firm's designated EEO Coordinators. You will not be retaliated against for filing a complaint.

If you are more comfortable reporting verbally or in another manner, Firm personnel designated above will complete this form on your behalf and will investigate your complaint based on the information that you have provided.

COMPLAINANT INFORMATION

Name: _____

Work Address: _____ Work Phone: _____

Job Title: _____ Email: _____

Subject of Complaint (circle):

Sexual Harassment Other Harassment Discrimination Retaliation

Select Preferred Communication Method (circle): Email Phone In person

SUPERVISORY INFORMATION

Immediate Supervisor's Name: _____

Title: _____

Work Phone: _____ Work Address: _____

COMPLAINT INFORMATION

1. Your complaint of Harassment/Discrimination/Retaliation is made about:

Name: _____ Title: _____

Work Address: _____ Work Phone: _____

Relationship to you (circle): Supervisor Subordinate Co-Worker Other

2. Please describe what happened and how it is affecting you and your work. Please use additional sheets of paper if necessary and attach any relevant documents or evidence.

3. Date(s) incident occurred:

Is the harassment/discrimination/retaliation continuing (circle)? Yes No

4. Please list the name and contact information of any witnesses or individuals who may have information related to your complaint:

5. Please provide all documents and electronically stored information that support or relate to your complaint.

The last question is optional, but may help the investigation:

6. Have you previously complained or provided information (verbal or written) about related incidents? If yes, when and to whom did you complain or provide information?

AFDOCS:27464033.3