Actors' Theatre of Columbus

Associate Handbook Acknowledgement

By my signature, I acknowledge I have read, understand, and agree to the policies and procedures of Actors' Theatre of Columbus as defined in the documents I have received.

- ❑ Anti-Discrimination and Harassment Policy and Complaint Procedure
- ❑ Confidentiality Policy
- ❑ Whistleblower Policy

_____ _____

Associate Signature Date

Anti-Discrimination and Harassment Policy and Complaint Procedure

Objective

The Actors' Theatre of Columbus (hereafter, ATC) strives to create and maintain a work environment in which people are treated with dignity, decency and respect. The environment of the company should be characterized by mutual trust and the absence of intimidation, oppression and exploitation. ATC will not tolerate unlawful discrimination or harassment of any kind. Through enforcement of this policy and by education of its associates, ATC will seek to prevent, correct and discipline behavior that violates this policy.

For purposes of this policy, the term "associates" shall mean all individuals who are employees, independent contractors, board members and/or volunteers of ATC.

All associates, regardless of their positions, are covered by and are expected to comply with this policy and to take appropriate measures to ensure that prohibited conduct does not occur. Appropriate disciplinary action will be taken against any associate who violates this policy. Based on the seriousness of the offense, disciplinary action may include verbal or written reprimand, suspension, or termination of the associate's relationship with ATC.

Managers and supervisors who knowingly allow or tolerate discrimination, harassment or retaliation, including the failure to immediately report such misconduct to the Artistic Director, Executive Director, Board of Directors Chair or the HR Consultant are in violation of this policy and subject to discipline.

Prohibited Conduct Under This Policy

ATC, in compliance with all applicable federal, state and local anti-discrimination and harassment laws and regulations, enforces this policy in accordance with the following definitions and guidelines:

Discrimination

It is a violation of ATC's policy to discriminate in the provision of employment/ contract opportunities, benefits or privileges; to create discriminatory work conditions; or to use discriminatory evaluative standards in employment if the basis of that discriminatory treatment is, in whole or in part, the person's race, color, national origin, age, religion, disability status, gender, sexual orientation, gender identity, genetic information, marital status, or any other classification protected by federal, state, or local law.

Discrimination in violation of this policy will be subject to disciplinary measures up to and including termination.

Harassment

ATC prohibits harassment of any kind, including sexual harassment and will take appropriate and immediate action in response to complaints or knowledge of violations of this policy. For purposes of this policy, harassment is any verbal or physical conduct designed to threaten, intimidate or coerce an associate, applicant, or any person working for or on behalf of ATC. The following examples of harassment are intended to be guidelines and are not exclusive when

determining whether there has been a violation of this policy:

- Verbal harassment includes epithets, slurs, inappropriate jokes, and other comments that are offensive or unwelcome regarding a person's national origin, race, color, religion, gender, sexual orientation, age, body, disability, or based on a person's status in any other group or class protected by federal, state, or local law.

- Nonverbal harassment includes derogatory or inappropriate non-verbal displays based on a person's national origin, race, color, religion, gender, sexual orientation, age, body, disability, or any other classification protected by federal, state, or local law.

Sexual Harassment

Sexual harassment can include all of the above harassment actions, as well as other unwelcome conduct, such as unwelcome or unsolicited sexual advances, requests for sexual favors, conversations regarding sexual activities, and other verbal or physical conduct of a sexual nature. According to the Equal Employment Opportunity Commission (EEOC), sexual harassment is defined as "unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature ... when ... submission to or rejection of such conduct is used as the basis for employment decisions ... or such conduct has the purpose or effect of ... creating an intimidating, hostile or offensive working environment."

Sexual harassment occurs when unsolicited and unwelcome sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature:

- Is made explicitly or implicitly a term or condition of employment.

- Is used as a basis for an employment decision.

- Unreasonably interferes with an associate's work performance or creates an intimidating, hostile or otherwise offensive environment.

Examples of conduct that violates this policy include, but are not limited to:

- Innuendoes, suggestive comments, jokes of a sexual nature, sexual propositions, lewd remarks and threats; requests for any type of sexual favor (this includes repeated, unwelcome requests for dates); and verbal abuse or "kidding" that is oriented toward a prohibitive form of harassment, including that which is sexual in nature and unwelcome.

- The distribution, display or discussion of any written or graphic material, including calendars, posters and cartoons that are sexually suggestive or show hostility toward an individual or group because of sex; suggestive or insulting sounds; leering; staring; whistling; obscene gestures; content in letters, notes, facsimiles, e-mails, photos, text messages, tweets and Internet postings; or other forms of communication that are sexual in nature and offensive.

- Unwelcome, unwanted physical contact, including touching, tickling, pinching, patting, brushing up against, hugging, cornering, kissing, fondling, and forced sexual intercourse or assault.

Consensual Romantic or Sexual Relationships

Romantic or sexual relationships between a manager or other supervisory associate and a member of their staff (an associate who reports directly or indirectly to that person) tend to create

compromising conflicts of interest or the appearance of such conflicts. In addition, such a relationship may give rise to the perception by others that there is favoritism or bias in employment or contracting decisions affecting the staff associate. Moreover, given the uneven balance of power within such relationships, consent by the staff associate is suspect and may be viewed by others, or at a later date by the staff associate, as having been given as the result of coercion or intimidation. The atmosphere created by such appearances of bias, favoritism, intimidation, coercion or exploitation undermines the spirit of trust and mutual respect that is essential to a healthy work environment.

If any manager or supervisory associate of ATC enters into a consensual relationship that is romantic or sexual in nature with a member of their staff (an associate who reports directly or indirectly to them), or with another manager or supervisory associate, both parties must notify the Artistic Director, Executive Director, Board of Directors Chair or the HR Consultant as soon as practicable.

Once the relationship is made known to ATC, the company will review the situation with the HR Consultant and will determine whether one or both parties need to be transferred to another job or assigned different responsibilities. If it is determined that one party must be transferred, and there are positions in other areas available for both, the parties may decide which person will be the one to be transferred to another job or assigned different responsibilities. If the parties cannot amicably come to a decision, the HR Consultant, the Artistic Director and Executive Director will decide which party will be transferred. If no other positions are available for either party, the parties will be given the option of terminating their relationship or resigning.

No Retaliation

ATC will not retaliate against an associate for:

- Filing or responding to a bona fide complaint of discrimination or harassment;
- Appearing as a witness in the investigation of a complaint; or
- Serving as an investigator of a complaint.

Filing groundless or malicious complaints is an abuse of this policy and will be treated as a violation.

Any person who is found to have violated this aspect of the policy will be subject to discipline up to and including termination of employment.

Confidentiality

All complaints and investigations are treated confidentially to the extent possible, and information is disclosed strictly on a need-to-know basis. The identity of the complainant is usually revealed to the parties involved during the investigation. The HR Consultant will take adequate steps to ensure that the complainant is protected from retaliation during and after the investigation. All information pertaining to a complaint or investigation under this policy will be maintained in secure files with the HR Consultant.

Complaint procedure

ATC has established the following procedure for lodging a complaint of harassment, discrimination or retaliation. ATC will treat all aspects of the procedure confidentially to the extent reasonably possible.

1. Complaints should be submitted as soon as possible after an incident has occurred, preferably in writing, to the Artistic Director, Executive Director, Board of Directors Chair or HR Consultant. Any party receiving the complaint may assist the complainant in completing a written statement or, in the event an associate refuses to provide information in writing, the receiving party will dictate the verbal complaint.

2. Upon receiving a complaint or being advised of a potential violation of this policy, the HR Consultant, the Artistic Director, the Executive Director and the Board of Directors Chair will review the complaint with the company's legal counsel. If the complaint involves the Artistic Director, the Executive Director, the Board of Directors Chair or HR Consultant, the individual involved in the complaint will not participate in any review, investigation, discussion or determination.

3. The HR Consultant (or other person as determined by the Artistic Director, Executive Director and Board of Directors Chair if the HR Consultant is involved in the complaint) will initiate an investigation to determine whether there is a reasonable basis for believing that the alleged violation of this policy occurred.

4. If necessary, the complainant and the respondent will be separated during the course of the investigation, either through internal transfer or administrative leave.

5. During the investigation, the HR Consultant (or other person conducting the investigation), together with legal counsel, will interview the complainant and the respondent to determine whether the alleged conduct occurred. If necessary, additional witnesses will be interviewed.

6. Upon conclusion of an investigation, the HR Consultant (or other person conducting the investigation) will submit a written report of their findings to the Artistic Director, Executive Director and Board of Directors Chair. If it is determined that a violation of this policy has occurred, the HR Consultant and the company's legal counsel will recommend appropriate disciplinary action. The appropriate action will depend on the following factors:

    a) the severity, frequency and pervasiveness of the conduct;
    b) prior complaints made by the complainant;
    c) prior complaints made against the respondent; and
    d) the quality of the evidence (e.g., firsthand knowledge, credible corroboration).

    If the investigation is inconclusive or if it is determined that there has been no violation of policy but potentially problematic conduct may have occurred, the HR Consultant may recommend appropriate preventive action.

7. The Artistic Director, the Executive Director and the Board of Directors Chair will review the investigative report and any statements submitted by the complainant or respondent, discuss results of the investigation with the HR Consultant and the company's legal counsel and decide what action, if any, will be taken.

8. Once a final decision is made by the Artistic Director, the Executive Director, the Board of Directors Chair and the HR Consultant, the HR Consultant or other person conducting the investigation will meet with the complainant and the respondent separately and notify them

of the findings of the investigation. If disciplinary action is to be taken, the respondent will be informed of the nature of the discipline and how it will be executed.

Contact information:

Artistic Director: Beth.Josephsen@theactorstheatre.org

Executive Director: Adam.Simon@theactorstheatre.org

Board of Directors Chair: Jeff.Lamb@theactorstheatre.org

HR Consultant: HR@theactorstheatre.org

As approved at stated meeting February 11, 2020

ACTORS' THEATRE OF COLUMBUS
CONFIDENTIALITY POLICY

Respecting the privacy of our members, staff and volunteers is a basic value of our organization. Personal and financial information is confidential and should not be disclosed or discussed with anyone without permission or authorization from the Artistic Director or Board President.

It is the policy of the organization that trustees, employees, independent contractors, and volunteers may not disclose, divulge or make accessible confidential information belonging to, or obtained through, their affiliation with the organization to any person, including relatives, friends or business and professional associates, other than those who have a legitimate need for such information and to whom the Artistic Director or Board President has authorized disclosure. Trustees, independent contractors, employees and volunteers shall use confidential information solely for the purpose of performing services for the organization. This policy is not intended to prevent disclosure where disclosure is required by law.

Trustees, employees, independent contractors, and volunteers must exercise good judgment and care at all times to avoid unauthorized or improper disclosures of confidential information. Conversations in public places such as restaurants, elevators and public transportation, should be limited to matters that do not pertain to information of a sensitive or confidential nature. In addition, trustees, employees, independent contractors and volunteers should be sensitive to the risk of inadvertent disclosure and should, for example, refrain from leaving confidential information on desks or otherwise in plain view and refrain from the use of speaker phones to discuss confidential information if the conversation could be heard by unauthorized persons.

At the end of a board member's term in office or upon the termination of an employee's, volunteer's or independent contractor's relationship with the organization, they shall return, at the request of the organization, all documents, papers and other materials, regardless of medium, which may contain or be derived from confidential information, in their possession.

Unauthorized disclosure of confidential or privileged information is a serious violation of this policy and will subject the person(s) who made the unauthorized disclosure to appropriate discipline, including removal/dismissal.

ACTORS' THEATRE OF COLUMBUS
WHISTLEBLOWER POLICY

This Whistleblower Policy (this "Policy") of Actors' Theatre of Columbus (the "Organization") applies to all members of the Organization's Board of Trustees (the "Board") and all of the Organization's officers, employees, independent contractors and volunteers. The Board reserves the right to modify or amend this Policy at any time as it may deem necessary. In the event this Policy conflicts with any contractual obligation of the Organization, existing law or regulation, the Organization, its Board members, officers, employees, independent contractors and volunteers shall comply with such obligation, law or regulation.

PURPOSE

The Board is committed to the highest possible standards of fiduciary conduct and ethics while ensuring a workplace environment that promotes openness, fairness, respect, integrity, productivity and teamwork. This Policy furthers such commitment by articulating procedures for the Organization's Board members, officers, employees, independent contractors and volunteers to proactively provide information pertaining to accounting, auditing or financial reporting activities, ethical violations or other practices or policies related to the Organization that are illegal, fraudulent, and/or violate the Organization's policies. This Policy also provides assurance that the Organization's Board members, officers, employees, independent contractors and volunteers will be protected from reprisals, retaliation or victimization for conveying such information appropriately and in good faith. The goal of this Policy is to discourage illegal activity and business conduct that damages or could damage the Organization's good name, interests, reputation or relationship with its members, vendors and sponsors, or the general public. All of the Organization's Board members, officers, employees, independent contractors and volunteers shall act with honesty, integrity and openness in all of their dealings as representatives of the Organization.

This Policy is intended to supplement, but not replace, the administrative chain of command, the personnel policies, and routine operating procedures of the Organization. All of the Organization's Board members, officers, employees, independent contractors and volunteers are expected, in the normal course of business, to bring information regarding fraudulent or dishonest conduct and financial errors or omissions, as well as suggestions for improving internal controls and financial reporting, to their supervisor, or, if appropriate, to the Artistic Director, Executive Director or Board President.

PROCEDURE

Reporting

Complaints or information regarding illegal, fraudulent, dishonest or other unethical conduct (a "Violation") by the Organization's Board members, officers, employees, independent contractors or volunteers that is not appropriate for handling by the Organization through the Organization's normal administrative channels should be reported in writing, with or without identity of the reporting person, to the Artistic Director, Executive Director or Board President. Verbal contact alone is not acceptable.

A "Violation" includes, but is not limited to:

□ a deliberate act or failure to act with the intention of obtaining an unauthorized benefit;
□ forgery or unauthorized alteration of documents;
□ unauthorized alteration or manipulation of computer files;
□ fraudulent financial reporting;
□ pursuit of a benefit or advantage in violation of the Organization's Conflict of Interest Policy;
□ misappropriation or misuse of the Organization's resources, such as funds, supplies or other assets;
□ authorizing or receiving compensation for goods not received or services not performed;
□ authorizing or receiving compensation for hours not worked;
□ intentional violation of federal law or regulation, or the laws or regulations of any state or other jurisdiction in which the Organization operates;
□ violation of the Organization's policies and procedures;
□ improper accounting entries or violation of internal accounting controls;
□ any other matter, which in the good faith belief of the person reporting such matter, could cause harm to the business, public image or reputation of the Organization;
□ any attempt to conceal a Violation or evidence of a potential Violation; and
□ any retaliation against a reporting person for any report, complaint, allegation or other disclosure made by such person pursuant to this Policy.

Proof of Claim

Although a reporting person is not expected to prove the truth of an allegation or claim, the reporting person needs to demonstrate that there are reasonable grounds for concern on their part that a Violation has occurred, may have occurred or is about to occur and that such concern is most appropriately handled through the procedure provided for under this Policy. Persons who make allegations with reckless disregard as to their truth or falsity may be subject to disciplinary action by the Organization and/or legal claims by persons accused of such conduct.

Investigation

After receipt of a complaint or information regarding an alleged violation, initial inquiries shall be made by the Executive Director and/or Board President to determine whether an investigation is appropriate and, if so, the form that it should take. Concerns may be resolved through the initial

inquiry by agreed action without the need for further investigation. The Artistic Director, Executive Director or Board President shall provide to the Board a report summarizing each complaint or information regarding an alleged Violation and a follow-up report on actions taken in response to the complaint or information regarding the alleged Violation. To the extent that a complaint involves the Artistic Director, Executive Director or Board President, the individual identified in the complaint shall not be involved in the investigation, consideration or resolution of the complaint.

Contact With and Information to Reporting Person

The amount of contact between the reporting person and the Artistic Director, Executive Director and/or Board President, as the case may be, will depend on the nature of the issue and the clarity of information provided. Further information may be sought from the reporting person, if they are known. The reporting person, if known, shall be given the opportunity to receive follow-up on their concern within two weeks after submitting a complaint or information regarding an alleged Violation. This follow-up shall include:

- Acknowledgement that the complaint or information was received;
- Indication as to how the matter will be dealt with; and
- An estimate of the time that it will take for a final response.

Subject to legal constraints and/or what is determined to be in the best interests of the Organization, the reporting person also shall receive information from the President, or the Treasurer, as the case may be, about the outcome of any investigation in response to information submitted by such person.

SAFEGUARDS

Anonymous Allegations

The Organization's Board members, officers, employees, independent contractors and volunteers are encouraged to include their respective names with complaints or allegations made pursuant to this Policy because appropriate follow-up questions and investigation may not be possible unless the source of the information is identified. Concerns expressed anonymously will be investigated, but consideration will be given to:

- The seriousness of the issue raised;
- The credibility of the person who is the subject of the complaint or concern; and
- The likelihood of confirming the allegation from documentation and/or other sources available.

Every effort will be made to protect the reporting person's identity; however, all individuals considering such a report should be advised that anonymity cannot be assured, particularly if an external investigation or criminal proceedings related to the report occur.

Harassment or Victimization

This Policy and related procedures offer protection from retaliation to any person who makes any disclosure with respect to matters that are, or could give rise to, a Violation, provided that

the disclosure is made in ***good faith*** and in the reasonable belief of the person making the disclosure that the conduct or matter related to the disclosure constitutes or could give rise to a Violation. Harassment or victimization of the reporting person for providing appropriate information in accordance with this Policy by anyone affiliated with the Organization will not be tolerated. In addition, the provision of such information shall not in any way influence, positively or negatively, the carrying out of routine disciplinary procedures by the Organization's management or its outcomes. Any acts of retaliation against a person who makes disclosures pursuant to this Policy in ***good faith*** shall be treated by the Organization as a Violation and could result in disciplinary action against the person(s) performing such acts.

Malicious Allegations

The Board recognizes that intentionally untruthful, malicious, erroneous or harassing allegations would be damaging to the mission, integrity and morale of the Organization, as well as to the reputations of the Organization, its Board members, officers, employees, independent contractors and volunteers. The safeguards stated in this Policy do not apply to individuals who make such allegations. Such allegations may result in disciplinary action against such individuals. 12/09/2019 34876610

As approved at stated meeting February 11, 2020