Anti-Discrimination and Anti-Harassment Policy
for Orthopaedic & Neurosurgery Specialists, PLLC (“Company”)

I. ANTI-DISCRIMINATION AND ANTI-HARASSMENT POLICY

The Company provides equal employment opportunity to all employees and applicants regardless of race, color, religion, sex, gender identity, age, national origin, disability, pregnancy, marital status, sexual orientation, citizenship status, genetic information, or any other legally protected basis. Discrimination or harassment on the basis of any of these characteristics is strictly prohibited by the Company and will not be tolerated.

All Company employees share responsibility for keeping the Company free from discrimination, harassment, and retaliation. The Company expects all employees to treat co-workers with respect and to maintain a professional atmosphere that promotes equal employment opportunities and a workplace that is free from discrimination, harassment, and retaliation.

This policy applies to recruitment and hiring and to all conditions of employment, including but not limited to training, placement, discipline, terminations, layoffs, transfers, leaves of absence, and compensation.

Appropriate disciplinary action may be taken against any employee violating this policy, up to and including termination.

This policy should not, and may not, be used as a basis for excluding or separating employees of a particular gender, or any other protected characteristic, from participating in business or work-related social activities or discussions in order to avoid allegations of discrimination, harassment, or retaliation. The law and the policies of the Company prohibit disparate treatment on the basis of sex or any other protected characteristic with regard to terms, conditions, privileges, and perquisites of employment. The prohibitions against discrimination, harassment, and retaliation are intended to complement and further this policy, not to form the basis of an exception to it.

II. DEFINITIONS OF WORKPLACE HARASSMENT

The Company is committed to maintaining a productive work environment, free from harassment. Workplace harassment can take many forms, including but not limited to:

- Sexual harassment;
- Harassment on the basis of any characteristic protected by law, including, for example, race, color, religion, gender identity, age, national origin, disability, pregnancy, marital status, sexual orientation, citizenship status, and genetic information;
- Inappropriate conduct that disrupts or interferes with another’s work performance or creates an intimidating, offensive, or hostile environment.

Sexual harassment constitutes discrimination and is illegal under federal, state and local laws. Sexual harassment is defined in the Equal Employment Opportunity Commission Guidelines as unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature when:

- Submission to such conduct is made either explicitly or implicitly a term or condition of an individual’s employment.

- Submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual.

- 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.

Sexual harassment may include a single or multiple acts, a range of subtle and not so subtle behaviors and may involve individuals of the same or different gender. Depending on the circumstances, these behaviors may include, but are not limited to: unwanted sexual advances or requests for sexual favors; sexual jokes and innuendos; verbal abuse of a sexual nature; commentary about an individual’s body, sexual prowess or sexual deficiencies; leering, catcalls or touching; insulting or obscene comments or gestures; display or circulation in the workplace of sexually suggestive objects or pictures (including through e-mail); and other physical, verbal or visual conduct of a sexual nature. Sex-based harassment, or harassment not involving sexual activity or language (e.g., male manager yells only at female employees and not males), may also constitute discrimination if it is directed at employees because of their sex.

Harassment on the basis of any protected characteristic is strictly prohibited. Harassment is verbal or physical conduct that denigrates or shows hostility or aversion toward an individual because of the individual’s race, color, religion, sex, gender identity, age, national origin, disability, pregnancy, marital status, sexual orientation, citizenship status, genetic information or any other characteristic protected by law. This includes any conduct that:

- Has the purpose or effect of creating an intimidating, hostile or offensive work environment.

- Has the purpose or effect of unreasonably interfering with an individual’s work performance.

- Adversely affects an individual’s employment opportunities.

Harassing conduct includes, but is not limited to: epithets, slurs or negative stereotyping; threatening, intimidating or hostile acts; denigrating jokes; and the
display or circulation in the workplace of written or graphic material that denigrates or shows hostility or aversion toward an individual or group (including through e-mail).

III. **INDIVIDUALS AND CONDUCT COVERED**

This policy applies to all applicants and employees, including officers and directors, and prohibits discrimination, harassment, and retaliation, whether engaged in by fellow employees, by a supervisor or manager, or by someone not directly connected to the Company (e.g., an outside vendor or consultant).

This policy applies to conduct in the workplace and in any work-related setting outside the workplace, such as during business trips, business meetings and business-related social events.

IV. **RETTALIATION**

Retaliation against any employee who, in good faith, opposes, reports, or threatens to report, any perceived discrimination or harassment or participates in an investigation of such reports is strictly prohibited. Any such retaliation is a serious violation of this policy and, like discrimination or harassment itself, will be subject to disciplinary action, up to and including termination.

V. **REPORTING AN INCIDENT OF DISCRIMINATION, HARASSMENT, OR RETALIATION**

The Company strongly urges the prompt reporting of all perceived incidents of discrimination, harassment, or retaliation, without regard to who the offender may be.

The Company encourages (but does not require) employees who have encountered perceived harassing behavior promptly to advise the offender that his or her behavior is offensive and/or unwelcome and request that it stop. Often this action alone will resolve the problem.

It is not necessary, however, for an employee to talk directly to an offender if for any reason the employee feels uncomfortable doing so. If an employee does not wish to confront the offender directly, or if such a discussion does not successfully end the harassment, the employee should discuss his/her concerns with his/her manager or, if desired for any reason (e.g., the manager is the accused or the employee feels uncomfortable discussing the matter with him or her), with Human Resources or a member of senior management.

In addition, any employee who witnesses a perceived incident of harassment should report the incident to his/her manager or Human Resources or a member of senior management.

Employees who have experienced or witnessed conduct they believe is discriminatory, harassing (including perceived sexual harassment by a third-party business partner of the Company, such as a vendor or patient), or retaliatory, have an
obligation to take advantage of this complaint procedure. An employee’s failure to report such conduct could affect his or her rights in pursuing legal action.

Early reporting and intervention are important in resolving complaints of discrimination, harassment and retaliation. The Company is committed to a workplace free of such conduct, but can only eliminate or stop it with the cooperation of its employees.

VI. RESPONSIBILITIES OF MANAGERS AND SUPERVISORS

Managers and supervisors are required to advise Human Resources management or a member of senior management as soon as they become aware of any allegations of discrimination, harassment, or retaliation, whether or not there has been a written or formal complaint, so that such allegations can be timely investigated.

Managers and supervisors who knowingly allow or tolerate discrimination, harassment, or retaliation, or who fail to report such conduct to Human Resources management or a member of senior management immediately are in violation of this policy and subject to disciplinary action, up to and including termination.

VII. INVESTIGATION/CORRECTIVE ACTION

Any reported allegations of discrimination, harassment, or retaliation will be promptly, thoroughly, and impartially investigated. All employees are expected to cooperate in any such investigation. The investigation will be conducted in as confidential a manner as is practicable and appropriate under the circumstances, but confidentiality is not guaranteed.

The Company will take corrective action, as appropriate under the circumstances, and may include, for example, training, referral to counseling, and/or disciplinary action such as warnings, reprimands, the withholding of a promotion or pay increase, compensation adjustments, reassignment, temporary suspension without pay, or termination of employment.

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

Complaints should be submitted as soon as possible after an incident has occurred, preferably in writing. The HR director may assist the complainant in completing a written statement or, in the event an employee refuses to provide information in writing, the HR director will dictate the verbal complaint.

1. Upon receiving a complaint or being advised by a supervisor or manager that violation of this policy may be occurring, the HR director will notify senior management and review the complaint with the Company's legal counsel.
2. The HR director will initiate an investigation to determine whether there is a reasonable basis for believing that the alleged violation of this policy occurred.

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

4. During the investigation, the HR director, together with legal counsel or other management employees, will interview the complainant, the respondent and any witnesses to determine whether the alleged conduct occurred.

5. Upon conclusion of an investigation, the HR director or other person conducting the investigation will submit a written report of his or her findings to the Company. If it is determined that a violation of this policy has occurred, the HR director 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 director may recommend appropriate preventive action.

7. Senior management will review the investigative report and any statements submitted by the complainant or respondent, discuss results of the investigation with the HR director and other management staff as appropriate, and decide what action, if any, will be taken.

8. Once a final decision is made by senior management, the HR director 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.

9. Nothing in this policy may prevent the complainant or the respondent from pursuing formal legal remedies or resolution through local, state or federal agencies or the courts.

VIII. **EXTERNAL REPORTING RIGHTS**

   In addition to invoking the complaint procedure set forth above, an employee who believes he or she has been sexually harassed may file a complaint with the Connecticut Commission on Human Rights and Opportunities, 21 Grand Street, Hartford, CT 06106 and/or with the Equal Employment Opportunity Commission, One Congress Street, Boston, Massachusetts 02114, within 300 days of the date when the harassment occurred. Additional information regarding your rights can be accessed at https://www.ct.gov/chro/cwp/view.asp?a=5019&Q=609536&chroNav=%7C.
IX. CONSENSUAL RELATIONSHIP POLICY

The Company strongly believes that a work environment where employees maintain clear boundaries between personal and business interactions is most effective for conducting business and enhancing productivity. In that regard, a consensual romantic or sexual relationship between co-workers may lead to significant complications, especially if the relationship is between an employee in a supervisory position and a less-senior or non-supervisory employee. For this reason, if you become involved in a consensual romantic or sexual relationship with another Company employee, you must conduct yourself as described below during working hours and within the working environment so as to avoid any blurring of the boundaries between your business and personal interactions or negative effects on the working environment of other employees outside of your personal relationship.

It should go without saying that any non-consensual sexual or romantic interactions between employees are strictly prohibited by Company policy, including its policy on Anti-Harassment. Employees must refrain from any unwanted or unwelcome romantic or sexual flirtations, advances, or physical contact, including the persistent expression of personal interest after that interest has not been reciprocated. The absence of an objection to such behavior does not constitute consent or imply that the behavior is welcome. This is particularly true when the individuals have a difference in job status or responsibilities.

An employee shall not have a consensual relationship with any other employee who directly or indirectly reports to them as it may impair or be perceived as impairing the supervisor’s ability to make fair decisions with respect to the employee or other employees on the team. No employee may take advantage of their supervisory or managerial role to advance or promote a romantic or sexual relationship. Further, any employee in a position of seniority should be mindful of the perception that a less-supervisory or less-managerial employee in their chain of command may have of implicit coercion or an implicit quid pro quo, even if none is intended.

This policy does not affect the rights of employees protected by the National Labor Relations Act or any other applicable statute concerning the employment relationship.

1. During non-working time, such as lunches, breaks, and before and after work, employees engaging in personal exchanges should observe an appropriate workplace manner to avoid offending other workers or putting others in an uncomfortable position. Inappropriate physical contact, such as kissing, fondling, or any other touching of a sexual or intimate nature, and conversations regarding personal matters that can be heard by others, are outside the bounds of an appropriate workplace manner. All Company premises, and any other site on which the Company is conducting business, are workplaces, and you are expected to behave in a business-like manner in the workplace at all times, whether you are working at the time or on a break or personal time.
2. Employees who allow personal relationships with co-workers to adversely affect the work environment will be subject to the appropriate provisions of the Company’s disciplinary policy. Failure to change behavior and maintain expected work responsibilities is viewed as a serious disciplinary matter.

3. Any supervisor, manager, executive or other Company official must disclose the existence of a romantic or sexual relationship with another co-worker. Disclosure should be made Human Resources management. This disclosure will enable the Company to determine whether any conflict of interest exists because of the relative positions of the individuals involved. Failure to make a required disclosure may be grounds for discipline.

4. Immediate reporting of any sexual or romantic relationship between an employee and a person in his or her chain of command is mandatory, and in such circumstances a conflict of interest is inherent in the relationship. For this reason, sexual or romantic relationships between any employee and any subordinate employee in his or her chain of command are prohibited. Failure by an employee to report promptly any such relationship with a subordinate employee in his or her chain of command is grounds for discipline.

5. When a conflict-of-interest problem or potential risk is identified, the Company will work with the parties involved to consider options for resolving the problem. The initial solution may be to make sure the parties no longer work together on matters where one is able to influence the other or take action for the other. The Company may also reassign or rearrange the reporting functions or other roles of the parties involved in a consensual relationship to avoid or resolve conflict-of-interest or other potential problems. Matters such as hiring, firing, promotions, performance management, compensation decisions and financial transactions are examples of situations that may require reallocation of duties to avoid any actual or perceived reward or disadvantage to an employee in the relationship or to others outside the relationship. In some cases, other measures may be necessary, such as transfer to other positions or departments. If one or both parties refuse to accept a reasonable solution, including the offer of an equivalent alternative position, if available, such refusal will be deemed a voluntary resignation.

X. Training and Publication of Sexual Harassment Policy

This document shall be distributed to all employees of the Company. Notice of the Company’s policy against sexual harassment also shall be given to any independent contractor with whom a Company has a business relationship, as a mandatory part of that contract. Company will provide training of all Company employees in accordance with State of Connecticut law. Attendance at such training sessions is mandatory.