Russell Reynolds Associates ("RRA" or the "Firm") is committed to a policy of employment and advancement based on qualifications and merit. As such, the Firm does not discriminate in favor of or in opposition to the employment of relatives.

However, due to the potential for actual or perceived favoritism, conflicts of interest, and/or family conflicts causing workplace disruptions, RRA will not employ a "Family Member" (as defined below) of any Managing Director and/or Shareholder, and/or Executive Director who is a member of Firm Leadership, in any capacity, anywhere in the Firm. In addition, RRA will only employ a Family Member of any other employee (permanent or temporary) if:

- 1. the Family Member will not (directly or indirectly) supervise or report to the employee;
- 2. the Family Member will not occupy a position in the same line of authority in which the employee can initiate or participate in decisions involving benefits (e.g., hiring, compensation and benefits, retention, transfer) for the Family Member or vice versa; and
- 3. such employment does not create an actual conflict of interest or the appearance of such a conflict.

This policy applies to all employees and candidates for internships, temporary, contractor and consulting assignments, and regular employment and must also be considered in hiring, assignments, transfers and promotions.

Definition

"Family member" is defined as an employee's: parent, child, grandparent, grandchild, brother, sister, uncle, aunt, nephew, niece, first cousin, spouse, domestic partner, step-parent, step-child, step-sibling, brother-in-law, sister-in-law, father-in-law, mother-in-law, son-in-law, daughter-in-law, and any other member of the employee's household.

Compliance

The hiring manager is responsible for ensuring policy compliance. Department directors are responsible for monitoring changes in employee reporting relations after initial hire to ensure compliance with this policy. Employees are responsible for immediately reporting any changes to their supervisor.

If an employee, after employment or change in employment, enters into one of the above relationships, one of the affected individuals must seek a transfer or a change in the reporting relationship. Such changes must be approved by the Chief People Officer ("CPO"). If a decision cannot be made by the affected employees within 14 days of reporting, reassignment will be made on direction of the CPO.

No exception to this policy will be made without the written consent of the CPO, and if in relation to a Family Member of a Managing Director or Shareholder, the Chief Executive Officer.

For questions, please contact Matt Herman. (Matt.Herman@russellreynolds.com)

