

Suffolk University is committed to conducting procurement in an ethical, legal and socially responsible manner. The University expects its suppliers to share this commitment and, therefore, has established this **Supplier Code of Conduct**. While covering current aspects of the customer / supplier relationship, this Code of Conduct may be modified from time to time as University business practices and governmental requirements change.

All suppliers must meet the following current minimum requirements in order to do business with the University:

Compliance with Laws, Regulations and Published Standards

All suppliers to Suffolk University must comply with all applicable laws, codes or regulations of the countries, states and localities in which they operate. This includes, but is not limited to, laws and regulations relating to environmental, occupational health and safety, and labor practices. In addition, University suppliers must require their suppliers (including temporary labor agencies) to do the same.

Environmental Practices

All suppliers to Suffolk University shall comply with all environmental laws and regulations applicable to their operations worldwide. Such compliance shall include:

- Obtaining and maintaining environmental permits and timely filing of required reports
- Proper handling and disposal of hazardous materials
- Monitoring, controlling and treating discharges generated from operations

Occupational Health and Safety Practices

All suppliers to Suffolk University are expected to provide their employees with a safe and healthy working environment in order to prevent accidents and injury to health arising out of, linked with, or occurring in the course of work or as a result of the operation of the supplier. Suppliers shall, provide:

- Occupational health and safety training
- A system for injury and illness reporting

- Medical treatment and/or compensation to injured/ill workers arising as a result of working for supplier
- Machine safeguarding and other protective measures to prevent injuries/illnesses to workers
- Clean and safe facilities

Labor Practices

All suppliers to Suffolk University are expected to adopt sound labor practices and treat their workers fairly in accordance with local laws and regulations. In addition, suppliers must comply with the following standards:

- Freely-chosen employment - Suppliers shall not use any forced labor, whether in the form of prison labor, indentured labor, bonded labor or otherwise.
- No child labor - Suppliers shall comply with local minimum working age laws and requirements and not employ child labor.
- Minimum wages - Suppliers shall provide wages for regular and overtime work and benefits that meet or exceed legal requirements.
- Working hours - Suppliers shall not require workers to work more than the maximum hours of daily labor set by local laws.
- No harsh, inhumane treatment or abuse - Suppliers shall treat each employee with dignity and respect. In no event shall Supplier's workers be subject to threats of violence, physical punishment, confinement or other form of physical, sexual, psychological or verbal harassment or abuse.
- No discrimination - Suppliers shall not discriminate in its employment practices on the basis of race, color, sex, sexual orientation, gender identity, religion, creed, national or ethnic origin, citizenship status, age, disability, veteran status or any other legally protected class status.
- Freedom of association - Suppliers shall recognize and respect the rights of its workers to organize in labor unions in accordance with local labor laws and established practices.

Ethical Business Practices

All suppliers to Suffolk University are expected to conduct their businesses in accordance with the highest standards of ethical behavior and in accordance with

applicable laws and regulations. Suppliers are expected to conform to these requirements in each of the following areas:

- Fair trade practices - Suppliers shall not engage in collusive bidding, price fixing, price discrimination or other unfair trade practices in violation of antitrust laws.
- Bribery, kickbacks and fraud - No funds or assets of the supplier shall be paid, loaned or otherwise disbursed as bribes, "kickbacks", or other payments designed to influence or compromise the conduct of the University.
- Foreign Corrupt Practices Act - While laws and customs vary throughout the world, all suppliers must comply with foreign legal requirements and United States laws that apply to foreign operations, including the Foreign Corrupt Practices Act. The Foreign Corrupt Practices Act generally makes it unlawful to give anything of value to foreign government officials, foreign political parties, party officials, or candidates for public office for the purposes of obtaining or retaining business.
- Intellectual property rights - Suppliers shall respect the intellectual property rights of others, especially the University, its affiliates and business partners. Suppliers shall take appropriate steps to safeguard and maintain confidential and proprietary information of the University and shall use such information only for the purposes specified for use by the University. Suppliers shall observe and respect all University patents, trademarks and copyrights and comply with all requirements as to their use as established by the University. Suppliers shall not transmit confidential or proprietary information of the University via the internet unless such information is encrypted in accordance with minimum standards established by the University.

Export Sanctions and Terrorism Activities

All suppliers to Suffolk University must abide by all economic sanctions or trade embargoes that the United States has adopted, whether they apply to foreign countries, political organizations or particular foreign individuals and entities. Suppliers should not directly or indirectly engage in or support any terrorist activity. Neither suppliers nor any of their affiliates, nor any officer or director of the supplier or any of its affiliates, should be included on any lists of terrorists or terrorist organizations compiled by the United States government or any other national or international body, including but not limited to: (i) the U.S. Treasury Department's Specially Designated Nationals List, (ii) the U.S. State Department's Terrorist Exclusion List, (iii) the United Nations List Pursuant to Security Council Resolution 1390 (2002) and Paragraphs 4(B) or Resolution

1267(1999) and 8(C) of Resolution 1333 (2000), and (iv) the European Union List Implementing Article (2)(3) of Regulation (EC) No. 2580/2001 on Specific Restrictive Measures Directed Against Certain Persons and Entities with a View to Combating Terrorism.

Unauthorized Solicitations

All suppliers to Suffolk University must comply with all guidelines issued by the University relating to access to University facilities, offices and departments, and employees. No Supplier shall use the University's computer system, including its electronic mail system and internet site, for the purpose of sending unsolicited electronic mail messages to the University community. Suppliers must receive prior authorization from the University to hold on-campus trade shows, exhibits, or product demonstrations. Procurement and Payment Services, in concert with Suffolk's Schools and Centers, reserves the right to prohibit solicitation at its own discretion.

Monitoring and Compliance

All suppliers to Suffolk University shall conduct audits and inspections to ensure compliance with this Supplier Code of Conduct and applicable legal requirements. If a supplier identifies areas of non-compliance, the supplier agrees to notify the Procurement and Payment Services Department as to its plans to remedy any such non-compliance.

The University or its representatives may engage in monitoring activities to confirm Supplier's compliance to this Supplier Code of Conduct, including on-site inspections of facilities, use of questionnaires, review of publicly available information, or other measures necessary to assess supplier's performance. Any University supplier or University employee that becomes aware of violations of this policy is obligated to notify the Procurement and Payment Services Department. Based on the assessment of information made available to the University and in accordance with the terms of its contracts, Suffolk University reserves the right (in addition to all other legal and contractual rights) to disqualify any potential supplier or terminate any relationship with any current supplier found to be in violation of this Code without liability to the University.