



**SCHEDULE B
Code of Conduct for Ohio State University Licensees**

Preamble: The Ohio State University is committed to conducting its business affairs in a socially responsible and ethical manner, consistent with its educational, research, and service missions. As part of that commitment, the University expects each Licensee of Ohio State to recognize its responsibilities to employees for the conditions under which its licensed products or services are made. Employees producing and/or assembling products or services manufactured, sold, or distributed by a Licensee must be provided with fair wages and decent working conditions, and must be treated with dignity and respect. In order to attain these goals, the University has adopted the following Code of Conduct, which requires that each Licensee, at a minimum, adhere to the principles and standards set forth in the Code. Each Licensee is responsible for requiring that its contractors, subcontractors, and primary suppliers adhere to these principles and standards as well. The University expects Licensees to assist in educating their employees regarding the standards set forth in this Code of Conduct.

1. Wages and Benefits. Licensees recognize that wages and benefits are the principal means of meeting the basic needs of employees and their families. Licensees shall ensure that wages and benefits for a standard working week meet at least legal minimum standards or industry averages, whichever is greater, and also that net compensation constitutes a living wage, at least sufficient to meet employees' basic needs and provide some discretionary income. Licensees shall adjust compensation standards periodically based on experience and increased knowledge concerning local labor markets and living conditions. Licensees shall develop information as to the basis for their determinations regarding what constitutes a living wage.

2. Hours of Work. Hourly and/or quota-based wage employees shall not be required to work in excess of 48 hours per week, except in extraordinary and short-term business circumstances. With respect to any extraordinary circumstances warranting mandatory overtime, Licensees shall issue a written policy and explain the policy to employees before they are hired. Regular working hours plus mandatory overtime shall not exceed 60 hours per week. Consistent with the standards set forth above, Licensees also shall comply with applicable national laws and industry standards on working hours. Employees shall be provided with at least one day off in every seven-day period.

3. Overtime Compensation. In addition to their compensation for regular hours of work, hourly and/or quota-based wage employees shall be compensated for overtime hours at an appropriate premium rate that exceeds their regular rate of compensation.

4. Child Labor. Licensees shall not employ any person at an age younger than 15 (or 14 where, consistent with International Labor Organization practices for developing countries, the law of the country of manufacture allows such exception). Where the age for completing compulsory education is higher than the standard for the minimum age of employment stated above, the higher age for completing compulsory education shall apply to this section. Licensees agree to consult with governmental, human rights, and nongovernmental organizations, and to take reasonable steps to minimize the negative impact on children released from employment as a result of implementation or enforcement of the Code.

5. Forced Labor. Licensees shall not use any form of forced labor, whether in the form of prison labor, indentured labor, bonded labor, or otherwise.

6. Freedom of Association and Collective Bargaining. Licensees shall recognize and respect the right of employees to freedom of association and collective bargaining. No employee shall be subject to harassment, intimidation, or retaliation for her/his efforts to associate freely or bargain collectively. Licensees shall allow union organizers access to employees. Licensees shall recognize the union of the employees' choice.



7. Safety and Health. Licensees shall provide a safe and healthy working environment 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 Licensee facilities. Licensees shall ensure that their operations comply with:

(a) all workplace safety and health regulations established by the national government where the production facility is located, and

(b) all safety and health conventions of the International Labor Organization ratified and adopted by the country in which the production facility is located.

8. Nondiscrimination. Licensees shall not discriminate against any person in any term or condition of employment (including hiring, wages, benefits, advancement, discipline, termination, or retirement) on the basis of gender, race, religion, age, disability, sexual orientation, nationality, political opinion, or social or ethnic origin.

9. Women's Rights. Women's rights are included in the other sections of this Code of Conduct. Without restricting the general applicability of those sections and for purposes of greater clarity and specificity, Licensees shall abide by the following conditions:

(a) Licensees shall provide female employees with equal remuneration, including benefits; equal treatment; equal evaluation of the quality of their work; and equal opportunity to fill all positions open to male employees;

(b) Licensees shall not use criteria related to marital or reproductive status (including pregnancy tests, the use of contraception, or fertility status) as conditions of employment with respect to women; and

(c) Employees who take maternity leave shall not face dismissal or threat of dismissal, and shall be able to return to their former employment position, or an equivalent position, at the same rate of pay and benefits following childbirth and recovery from childbirth.

10. No Harassment or Abuse. Every employee shall be treated with dignity and respect. No employee shall be subject to any physical, sexual, psychological, or verbal harassment or abuse. Licensees shall not use or tolerate any form of corporal punishment.

11. Disclosure of Factory Information. Every Licensee shall disclose to The Ohio State University or its designee certain information for each facility used in the production or assembly of items that bear Ohio State logos, insignia or other indicia. The information referred to above includes facility name, contact name, address, phone number, e-mail address, product produced or assembled, and nature of business association between the facility and Licensee. Licensees shall update this information upon change of any facility site location.