

## **Equal Employment Opportunity and Affirmative Action Policy**

Key\* has been and will continue to be committed to equal opportunity for employment to all individuals regardless of race; color; religion; sex; sexual orientation; actual or perceived gender-related expression, identity, mannerisms or other gender-related characteristics; national origin; age; physical or mental disability; pregnancy; veteran status; genetic information; marital status; citizenship status; or any other basis prohibited by law; and to maintaining a work environment that is free from any and all forms of unlawful discrimination and harassment. Key\* has implemented the following policies and procedures as part of its longstanding commitment to compliance with all applicable equal opportunity and affirmative action requirements.

### **Equal Opportunity Policy**

It is Key's policy to prohibit discrimination and harassment against any applicant, employee, vendor, contractor, customer, or client on the basis of race; color; religion; sex; sexual orientation; actual or perceived gender-related expression, identity, mannerisms or other gender-related characteristics; national origin; age; physical or mental disability; pregnancy; veteran status; genetic information; marital status; citizenship status; or any other basis prohibited by law. It is also Key's policy to prohibit any and all forms of retaliation against any individual who has complained of harassing or discriminatory conduct, or participated in a company or agency investigation into such complaints.

### **Affirmative Action Policy**

Key is a federal contractor subject to Executive Order 11246 ("E.O. 11246"), Section 4212 of the Vietnam Era Veterans' Readjustment Assistance Act of 1974, as amended ("Section 4212") and Section 503 of the Rehabilitation Act of 1973, as amended ("Section 503"). As such, Key is committed to taking positive steps to implement the employment-related aspects of its equal opportunity policy. Accordingly, it is Key's policy to take affirmative action to employ, advance in employment, and otherwise treat qualified minorities, women, protected veterans, and individuals with disabilities without regard to their race/ethnicity, gender/sexual orientation/gender identity, veteran status, or physical or mental disability. Key has taken and will continue to take affirmative action to ensure that we recruit, hire, train and promote qualified minorities, women, protected veterans, and individuals with disabilities without regard to race/ethnicity, gender/sexual orientation/gender identity, veteran status, or physical or mental disability; base decisions on employment so as to further the principle of equal employment opportunity; ensure that promotion decisions are in accord with principle of equal employment opportunity by imposing only valid requirements for promotional opportunities; and ensure that all personnel actions such as compensation, benefits, transfers, job eliminations, in-house sponsored training, education, education assistance, social and recreation programs will be administered without regard to race/ethnicity, gender/sexual orientation/gender identity, veteran status, or physical or mental disability. Under this policy, Key also will provide reasonable accommodation to the known physical or mental limitations of an otherwise qualified employee or applicant for employment, unless the accommodation would impose undue hardship on the operation of Key's business.

Key's affirmative action policy also prohibits employees and applicants from being subjected to harassment, intimidation, threats, coercion, or discrimination because they have engaged in or may engage in: (1) filing a complaint; (2) assisting or participating in an investigation, compliance review, hearing, or any other activity related to the administration of E.O. 11246, Section 503, Section 4212, or any other Federal, state or local law requiring equal opportunity for minorities, women, disabled persons or covered veterans; (3) opposing any act or practice made unlawful by Section 503 or Section 4212 and their implementing regulations, or any other Federal, state or local law requiring equal opportunity for minorities, women, disabled persons or covered veterans; or (4) exercising any other right protected by E.O. 11246, Section 503 or Section 4212 or their implementing regulations.

The foregoing policy is and shall continue to be a firm commitment and high priority of Key. The non-confidential portions of the Affirmative Action plan shall be made available during normal business

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hours for inspection upon request by any employee or applicant for employment. Requests for inspection may be submitted to HR Compliance at [HR\\_Compliance@keybank.com](mailto:HR_Compliance@keybank.com).

### **Application of Equal Opportunity and Affirmative Action Policies**

These policies apply when a Key employee is performing a function of his or her job, including all Key locations, client worksites, and company-sponsored or client-sponsored business and social functions. Key's equal opportunity and affirmative action policies require that employment decisions be based only on valid job requirements, and extend to all terms, conditions, and privileges of employment including, but not limited to, recruitment, selection, compensation, benefits, training, promotion, and disciplinary actions.

### **Workplace Harassment, Including Sexual Harassment**

Consistent with Key's affirmative action efforts, it is the policy of Key to provide and ensure that the work environment for all employees is free from all forms of unlawful harassment, including harassment based on, or because of, an individual's race; color; religion; creed; sex; sexual orientation; gender-related expression, identity, mannerisms or other gender-related characteristics; national origin; age; physical or mental disability; pregnancy; veteran status; citizenship status; or any other reason prohibited by law. Acts of harassment by employees, supervisors, and managers are prohibited employment practices and are subject to being placed on a Performance Improvement Plan. Employees who feel that they have been subjected to harassment, or those who may have witnessed harassment, are strongly encouraged to bring the matter to the attention of the Employee Relations Solutions Team at 1-888-KEYS2HR. An Employee Relations Consultant will investigate the complaint and together with appropriate management officials, develop proper sanctions as specific situations may require, up to and including termination from employment.

### **Obligations of Key Management and Employees**

A program of equal opportunity employment requires the full cooperation and understanding of both management and employees. To this end, it is management's responsibility to take the lead to establish and implement the necessary policies to support equitable employment for all. As an integral part of this overall objective, employees who are veterans or disabled, and minority and female employees are encouraged to participate in all activities of Key.

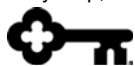
Key personnel have an obligation to contribute to a harassment- and discrimination-free workplace. Any employee who suffers or observes harassment or any other violation of this policy is strongly encouraged to notify the Employee Relations Solutions Team at 1-888-KEYS2HR. An Employee Relations Consultant will promptly and thoroughly investigate the alleged misconduct and, if a violation of this policy is found, will take immediate and appropriate corrective action, up to and including termination of employment.

### **Pay Transparency**

The contractor (Key) will not discharge or in any other manner discriminate against employees or applicants because they have inquired about, discussed, or disclosed their own pay or the pay of another employee or applicant. However, employees who have access to the compensation information of other employees or applicants as a part of their essential job functions cannot disclose the pay of other employees or applicants to individuals who do not otherwise have access to compensation information, unless the disclosure is (a) in response to a formal complaint or charge, (b) in furtherance of an investigation, proceeding, hearing, or action, including an investigation conducted by the employer (Key), or (c) consistent with the contractor's (Key's) legal duty to furnish information. 41 CFR 60-1.35(c)

With regard to the above paragraph, the term "pay" means any payments made to, or on behalf of, an employee or offered to an applicant as remuneration for employment, including but not limited to salary, wages, overtime pay, shift differentials, bonuses, commissions, vacation and holiday pay,

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allowances, insurance and other benefits, stock options and awards, profit sharing, and retirement. The term "compensation information" means the amount and type of compensation provided to employees or offered to applicants, including, but not limited to, the desire of the contractor (Key) to attract and retain a particular employee for the value the employee is perceived to add to the contractor's (Key's) profit or productivity; the availability of employees with like skills in the marketplace; market research about the worth of similar jobs in the relevant marketplace; job analysis, descriptions, and evaluations; salary and pay structures; salary surveys; labor union agreements; and contractor decisions, statements and policies related to setting or altering employee compensation. A job function may be considered "essential" if: (i) The access to compensation information is necessary in order to perform that function or another routinely assigned business task; or (ii) The function or duties of the position include protecting and maintaining the privacy of employee personnel records, including compensation information.

### **Non- Retaliation**

Every employee is encouraged to come forward without fear of reprisal, as Key's equal opportunity and affirmative action policies prohibit retaliation against anyone who in good faith complains that these policies are not being followed, or who otherwise participates in a company or agency investigation into such complaints, even if sufficient evidence is not found to substantiate the complaint. Employees who believe that they have been subjected to retaliation should bring the matter to the attention of the Employee Relations Solutions Team at 1-888-KEYS2HR.

After receiving a complaint involving a violation of Key's equal opportunity or affirmative action policy, the Employee Relations Consultant will investigate and take corrective action, as appropriate. Complaints and investigations will be kept strictly confidential to the extent possible, while affording a thorough investigation. No one, regardless of position or length of service, is exempt from these policies.

### **Responsibility for Implementation**

Key's Chief Executive Officer fully supports Key's affirmative action program and is committed to the implementation of Key's equal opportunity and affirmative action policies. The Chief Human Resources Officer will direct and monitor the implementation of personnel procedures to guide Key's affirmative action program. The Senior HR Compliance Officer will establish additional policies and guidelines that may become needed, in addition to designing and implementing audit and reporting systems to keep management informed of the status of equal employment opportunity. Employees may contact the Senior HR Compliance Officer or the Employee Relations Solutions Team at 1-888-KEYS2HR to discuss concerns they may have. Supervisors' and managers' work performance is evaluated on the basis of their equal employment opportunity efforts and results as well as upon other criteria. They are responsible to take action to prevent harassment of employees placed through affirmative action efforts.

