

INTERNATIONAL WHEAT GENOME SEQUENCING CONSORTIUM, INC.

CODE OF CONDUCT

INTRODUCTION

This Code of Conduct (the Code) covers a range of business practices and procedures. It does not cover every issue that may arise, but it sets out basic principles to guide all officers, directors, members, agents, representatives, employees, subcontractors, subsidiaries, and affiliates (hereinafter referred to as "Personnel") of the International Wheat Genome Sequencing Consortium, Inc. (hereinafter referred to as "IWGSC"). All Personnel must conduct themselves accordingly and seek to avoid even the appearance of improper behavior.

Acting with integrity is the driving force behind the IWGSC's success. The IWGSC is committed to conducting its business with integrity and in an ethical manner. The IWGSC requires all Personnel to conduct themselves and the IWGSC's business in the most ethical manner possible. We share the responsibility for protecting and advancing the IWGSC's reputation, and ethics and values must drive our strategies and all activities. This Code provides the IWGSC's guidelines for meeting its ethical and legal obligations.

All Personnel are responsible for understanding the legal and policy requirements that apply to their positions within the IWGSC and shall be required to immediately report any suspected violations of law, this Code, or the IWGSC's policies to **Lori E. Leach, Chief Operations Officer**.

Lori E. Leach, Chief Operations Officer

leach@eversoleassociates.com

COMPLIANCE WITH LAWS, RULES AND REGULATIONS

Obedying the law, both in letter and in spirit, is the foundation on which the IWGSC's ethical standards are built. All Personnel must respect and obey the laws, rules, and regulations of the cities, states, and countries in which the IWGSC conducts operations. This Code prohibits the IWGSC's Personnel from committing any acts which may reasonably be considered immoral, deceptive, harassing, obscene; or any acts which may injure, tarnish, damage or otherwise negatively affect the community and the reputation and goodwill associated with the IWGSC. If any Personnel is accused of acts involving immoral behavior, unethical conduct, dishonesty, theft, harassment or misconduct that negatively impacts the IWGSC's reputation and standing in the community then an independent investigation will be conducted and necessary measures shall be taken to ensure that any prohibited conduct under this policy is addressed and prevent such conduct in the future. If any Personnel are found to have engaged in such prohibited conduct, they shall be subject to disciplinary action up to and including removal or termination from the IWGSC. While Personnel are not expected to know the details of each of jurisdiction's laws, rules, and regulations, it is important to know when to seek advice.

If you are uncertain about any law, rule, or regulation, you should immediately contact **Lori E. Leach, Chief Operations Officer** leach@eversoleassociates.com.

CONFLICTS OF INTEREST

A “conflict of interest” exists when a person’s private interest interferes in any way, or even appears to interfere, with the interests of the IWGSC. A conflict situation can arise when an employee, officer, or director takes actions or has interests that may make it difficult to perform his or her work objectively and effectively.

Conflicts of interest may also arise when the IWGSC’s Personnel (or a member of his or her family) receives improper personal benefits as a result of his or her position in the IWGSC. The IWGSC maintains a Conflicts of Interest Policy, which can be obtained by contacting **Lori E. Leach, Chief Operations Officer**.

Conflicts of interest may not always be readily apparent, so if you have a question, you should contact **Lori E. Leach, Chief Operations Officer**; or follow the procedures set forth in the “Compliance Procedures” section below. Any officer, director, member, agent, representative, employee, subcontractor, subsidiary, or affiliate who becomes aware of a conflict or potential conflict should immediately notify the IWGSC by using procedures provided in the “Compliance Procedures” section below or contact **Lori E. Leach, Chief Operations Officer**.

NON-DISCRIMINATION AND NON-HARASSMENT

The diversity of the IWGSC’s Personnel is a tremendous asset. The IWGSC is firmly committed to providing equal opportunity in all aspects and will not tolerate any acts of discrimination or harassment based on sex, age, race, color, creed, national origin, ancestry, sexual orientation, marital status, religion, disability, handicap, alienage or citizenship or any other protected class.

The IWGSC strives to provide all Personnel with a safe and healthy work environment and all acts of discrimination and harassment are strictly prohibited. The IWGSC believes that all people should be treated with dignity. Any conduct that fails to show appropriate respect to others is not tolerated. The following are examples of unacceptable conduct: insults; threats; intimidation; profanity; ridicule; vulgarity; discrimination; harassment; physical or verbal abuse; sexually explicit humor; slurs or stereotyping; unwelcome advances; unwelcome touching or invasion of personal space; ignoring the rights of others; and insensitivity to the beliefs and customs of others.

If any Personnel believes they have been discriminated or harassed by anyone within the IWGSC or in the scope of the work performed on behalf of the IWGSC, they should immediately report the incident by contacting **Chief Operations Officer, Lori Leach at** leach@eversoleassociates.com; or **Executive Director, Kellye Eversole at** eversole@eversoleassociates.com; or emailing contact@iwgsc.org. All reports of discrimination and harassment shall be promptly and thoroughly investigated, and the appropriate action shall be taken to eliminate any prohibited conduct from the

IWGSC. Anyone who engages in such discrimination or harassment shall be subject to disciplinary action up to and including removal or termination from the IWGSC. See COMPLIANCE PROCEDURES below for additional information.

SEXUAL HARASSMENT POLICY

Sexual harassment is a form of discrimination based on sex or gender, which is prohibited by law. A broad range of behavior, in certain circumstances, can be considered sexual harassment, including, but not limited to, sexually suggestive remarks, pictures, e-mail, gesturing, verbal abuse of a sexual nature, subtle or direct propositions for sexual favors, and any unnecessary touching, patting, or pinching. Sexual harassment also includes harassment between individuals of the same sex. The IWGSC shall not tolerate any form of sexual harassment.

If any Personnel believes he or she has been sexually harassed by anyone within the IWGSC or in the scope of the work performed on behalf of the IWGSC, he or she should immediately report the incident by contacting **Chief Operations Officer, Lori Leach at leach@eversoleassociates.com**; or **Executive Director, Kellye Eversole at eversole@eversoleassociates.com**; or emailing **contact@iwgsc.org**. All reports of sexual harassment shall be promptly and thoroughly investigated, and the appropriate action shall be taken to eliminate the prohibited behaviors from the IWGSC. Anyone who engages in such sexual harassment shall be subject to disciplinary action up to and including removal or termination from the IWGSC. See COMPLIANCE PROCEDURES below for additional information.

REPORTING AND NON-RETALIATION

All Personnel shall be required to notify **Chief Operations Officer, Lori Leach at leach@eversoleassociates.com**; or **Executive Director, Kellye Eversole at eversole@eversoleassociates.com**; or emailing **contact@iwgsc.org** of any behavior that they believe may be illegal or a violation of this Code by reporting to one or all of the above named IWGSC representatives. The following information is requested from anyone reporting violations of law or this Code:

- (a) The reporting person's name.
- (b) Details of the violation and/or harassment being reported and the person(s) who the report is being made against.
- (c) Steps, if any, that have been made to address the violation and/or harassment being reported.
- (d) Identify the kind of harassment or violation that took place.
- (e) Provide full contact information and how best to be reached.

It is unlawful to retaliate against or harass any person for filing a harassment or discrimination complaint, expressing their legal rights, or seeking a reasonable accommodation for a disability or a religious observance, or cooperating with an investigation of such a complaint. The IWGSC shall not tolerate any such retaliation for reports made in good faith regarding misconduct or violations of this Code by others. Anyone who engages in such retaliation shall be subject to disciplinary action up to and including removal or termination from the IWGSC. All Personnel are expected to cooperate in investigations of misconduct or violations of this Code.

COMPLIANCE PROCEDURES

All Personnel have the responsibility to report observed or suspected violations of law or this Code. All Personnel must work to ensure prompt and consistent action against violations. While the IWGSC is not able to anticipate every situation that will arise, it is important that all Personnel have a way to identify and resolve any violations of law or this Code. The following procedures shall be employed to ensure that the area of concern is addressed promptly and in an effective manner:

(a) Discuss the problem with a trusted colleague within the IWGSC. If you are uncomfortable discussing the problem with certain individuals within the IWGSC, a written statement detailing the areas of concern should be submitted to **Lori E. Leach, Chief Operations Officer**. If your concerns are not satisfactorily resolved after speaking with the Chief Operations Officer or if you feel unable to speak to the Chief Operations Officer, you may submit a written statement detailing the areas of concern to the Organization's Board of Directors by contacting **Executive Director, Kellye Eversole at eversole@eversoleassociates.com**.

(b) Upon receiving a report of illegal activity or violation of this Code, the person(s) receiving the report will, in a timely manner, contact the person(s) filing the report to set up a meeting with a third-party, neutral investigator.

(c) Notify the Board of Directors that a report of a violation(s) of the IWGSC's Code of Conduct has been received.

(d) Notify the party being accused of violation(s) and set up a meeting with the investigator handling the allegations.

(e) Once a reasonable, good-faith conclusion has been reached by the investigator, all parties will be provided all the information and facts regarding the matter. To address the concern, the IWGSC must be as fully informed as possible.

All Personnel are subject to this Code, which describes procedures for the internal reporting of violations of this Code. All Personnel must comply with these reporting requirements and promote compliance with them by others. Failure to comply with this Code by any Personnel shall result in disciplinary action up to and including removal or termination of the IWGSC.

