

UNIVERSITY AFFILIATED RESEARCH CENTER GOVERNMENT CONTRACTS SUPPLEMENT TO HOWARD UNIVERSITY CODE OF ETHICAL CONDUCT

APPLICABILITY: This document supplements the requirements of the [Howard University Code of Ethical Conduct](#) as it relates to Research Institute for Tactical Autonomy (“RITA”) University Affiliated Research Center (“UARC”) activities and personnel. This UARC Government Contracts Supplement to the Howard University Code of Ethical Conduct applies to all UARC University Personnel (defined in this Supplement) who assist in research conducted under RITA and to those who provide any support to, supervision of, or work involving RITA. To the extent that this Supplement imposes additional, increased, or different requirements or obligations than other University policies, this Supplement shall control.

Introduction: University Affiliated Research Center Status & Federal Contracting

Howard University’s Research Institute for Tactical Autonomy (“RITA”) is a *University Affiliated Research Center (or “UARC”)* under the auspices of the U.S. Department of Air Force, U.S. Department of Defense. It leverages the research and expertise of diverse faculty, staff, and Student Researchers (defined below) from nine collaborating U.S. Historically Black Colleges and Universities (“HBCUs”) to conduct research and development for, *inter alia*, secure, trustworthy, and intelligent tactical autonomy with trustworthy artificial intelligence, and collaborations between platforms and human-machine teaming and machine learning. In January 2023, the Air Force awarded the UARC Contract (No. FA9550-23-D-0001) to Howard University under which the University is a Federal Government Contractor. The other eight HBCU universities are part of the Consortium that Howard University is responsible for managing and they act as subcontractors under Howard University’s prime contract with the Air Force.

The laws and regulations related to Federal Government contracting are complex, far-reaching and impose obligations on the University that are not faced by entities without Government contracts or subcontracts. In many instances, conduct that ordinarily may be commonplace and legal violates laws and regulations governing contracting with Federal Government agencies. Howard University is committed to working with all Government agencies – whether they are Federal, state, or local – in a manner that is ethical and in full compliance with all applicable laws and regulations, the Howard University Code of Ethical Conduct (“Code”) and this UARC Government Contracts Supplement (“Supplement”) to the Code. Not only is it the right thing to do, but each of us has a responsibility to be diligent in protecting the University’s reputation, which is the cornerstone of our success. Failing to do so could result in severe consequences for both the University and individuals involved in any violations, including civil penalties, fines or damages, criminal sanctions, suspension or debarment from Government contracting, or termination for default.

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Moreover, as discussed below, UARCs, such as the University's RITA, "are required to conduct business in a manner befitting their special, strategic relationship with the Government, to operate in the public interest with objectivity and independence, and to be free from actual or perceived conflict of interest." Accordingly, compliance with its Federal Government contracting and subcontracting responsibilities is critical to maintaining the University's UARC status.

This Supplement applies to all Howard University faculty, staff, Student Researchers, and any others involved in, supervising any individual(s) involved in, or providing any support in any capacity (including, but not limited to, administrative, accounting and finance, or other role) to the UARC Government Contract or any subcontract thereunder, including any related research (collectively referred to as "UARC University Personnel" in this Supplement). "Student Researchers" means University students who are working as employees of the University. No University students shall be allowed to participate in the UARC if they are not employees of the University.

All UARC University Personnel have an obligation to know, understand, and abide by the laws and regulations applicable to Federal Government contracting and subcontracting. Those individuals are required to take annual training on Federal Government contracts compliance, including this UARC Supplement to the University Code. If you have a question about what it means to comply with the laws and regulations applicable to Federal Government contracting and subcontracting, or if you think that any of us may be failing in our duty to comply with the Code or this UARC Supplement, you have a responsibility to speak up using the resources described in this Supplement, which include contacting your supervisor, the Office of Audit and Compliance ("OAC"), the Office of Regulatory Research Compliance ("ORRC"), the Office of General Counsel ("OGC"), or the University's Ethics & Compliance Hotline. These resources are discussed in more detail below.

Compliance with the Code & Supplement is Mandatory

Compliance with the Code, related University Policies, and this Supplement is mandatory. This means for UARC University Personnel that compliance with the Code and this Supplement, including the duty to behave ethically and report reasonably suspected violations of the Code or related Policies, this Supplement, or applicable laws, is just as important as the quality of your performance.

Set an Example

To maintain high ethical standards, you should:

- Demonstrate in both words and actions what it means to act with integrity
- Operate in an honest, open and candid manner
- Create an open environment that invites engagement

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- If you supervise others, make sure that you lead in a manner that promotes Howard University's high ethical standards and ensure those you supervise understand and act according to our policies and procedures
- Reinforce that help is available if it's needed
- Know about the resources that are available if an issue or concern is identified
- Support personnel who in good faith ask questions or raise concerns
- Report reasonably suspected instances of noncompliance with the law, University policies, or the Code and this Supplement.

Duty to Report Reasonably Suspected Violations

It is the right and responsibility of all UARC University Personnel to report any behavior that does not meet the standards outlined in Howard University's Code of Ethical Conduct and this Supplement, i.e., to report reasonably suspected violations of the Code and this Supplement, or to ask a question about those standards.

If you in good faith suspect impropriety or unethical behavior, you have a duty to speak up and report it. If you are not sure whether a situation requires a report, the following questions may help:

- Is the action consistent with the Code of Ethical Conduct and this UARC Government Contracts Supplement?
- Is the action legal?
- Would the action be perceived positively by my family, co-workers/fellow students, the press, and/or University leadership?

If the answer to any one of these questions is "no," you should use the reporting resources described in this Supplement (i.e., your supervisor, OAC, OGC, ORRC, or the Ethics & Compliance Hotline).

Reporting Resources: Your Supervisor, OAC, OGC, and ORRC

You can report reasonably suspected violations to your supervisor if you feel comfortable doing so. In addition to your supervisor, Howard University's OAC, OGC, and ORRC are available to support you. You can contact these offices using the information below:

Office of Audit and Compliance ("OAC")
 2400 6th Street NW, Room 428
 Washington, DC 20059
 Phone: (202) 806-2511
compliance@howard.edu

Office of General Counsel ("OGC")

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2400 6th Street NW, Room 321
Washington, DC 20059
Phone: (202) 806-2650
RITA-OGC-Compliance@howard.edu

Office of Regulatory Research Compliance (“ORRC”)
The Manhattan Building
1328 Florida Avenue, N.W.
Suite B274
Washington, D.C. 20009
(202) 865-8597
RIO.ORRC@howard.edu

Reporting Resources: Anonymous Hotline

If you are not comfortable reporting your concerns through the channels identified above, you can report your concerns through Howard University's **Toll-Free Anonymous Ethics & Compliance Hotline: (844) 944-3408**. You can also make a report anonymously and confidentially online at <https://howard.ethicspoint.com>.

Howard University's Ethics & Compliance Hotline is an easy way to make the University aware of potential ethical, legal and/or business conduct concerns. The Hotline allows Howard University students, faculty, staff, and other stakeholders (e.g., contractors, subcontractors, suppliers, etc.) to communicate issues and establishes a formal mechanism for the University to investigate, follow-up on, and respond to concerns, suggestions, and problems. Users of the hotline can **choose to remain anonymous**, in which case the University would have no way of identifying the user. Please note that if a user chooses to remain anonymous, the University may not be able to fully investigate or follow up on the user's report. The anonymous hotline (including the referenced website address), run by an independent third party, is available 24 hours a day, seven days week and offers over 100 languages to make reports. Reports made to the hotline will be kept confidential to the extent permitted by law.

Anti-Retaliation Pledge & Whistleblower Policy

Any report you make of suspected wrongdoing is confidential to the extent permitted by law, and Howard University will not tolerate retaliation against anyone for raising concerns, making good faith reports of reasonably suspected misconduct or providing information as part of an investigation. This means that you may not be fired, demoted, reprimanded, suspended, threatened, harassed or in any manner discriminated against in the terms and conditions of your employment for making a good faith report of misconduct or for providing information as part of an investigation.

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In addition, you cannot be discharged, demoted, or otherwise discriminated against (as a reprisal) for disclosing, to certain Federal and other officials, information that you reasonably believe is evidence of: (1) gross mismanagement of a Federal contract or subcontract; (2) a gross waste of Federal funds; (3) an abuse of authority relating to a Federal contract; (4) a violation of law, rule, or regulation related to a Federal contract (including the competition for or negotiation of a contract); or (5) a substantial and specific danger to public health or safety.

Drug-Free Workplace

We are committed to a drug- and alcohol-free learning and working environment. UARC University Personnel who come to work under the influence of alcohol or drugs (including legal drugs not used as prescribed) may endanger themselves and other personnel. This standard applies to all personnel while they are on University property, participating in campus activities, and anywhere while they are working. Of course, we will not tolerate the possession, distribution, sale or manufacture of illegal drugs while on duty, on University property, or as part of campus activities. Please refer to the [University Alcohol and Drug Prevention Notice and University Policy No. 400-013, "Alcohol and Drug Prevention Policy,"](#) for further information on how the University works to prevent substance abuse.

This policy does not prohibit normal use of over-the-counter medications and the legal use of prescription drugs, as ordered by a licensed physician or other medical professional. UARC University Personnel using over-the-counter medications or prescription drugs that may affect their ability to safely perform their work are required to notify their supervisors.

Gifts & Business Entertainment for Government Employees

The U.S. Government has strict laws and regulations concerning the provisioning to and acceptance by its employees of entertainment, meals, gifts, gratuities, and other things of value from persons with whom the Government may contract or over whom they have regulatory authority. These laws and regulations are complex, can vary among different Government agencies, are easily violated through the expenditure of very modest sums, and their violation can lead to severe civil and criminal sanctions. As a result, you are prohibited from giving anything of value (including any gratuity, gift, entertainment, or other business courtesy) to Federal Government employees. As an exception, UARC University Personnel can provide Government employees modest food and drink items that do not exceed \$20 per occasion/event, provided that the total value of the items given to a specific Government employee does not exceed \$50 per calendar year. UARC University Personnel are responsible for reporting to ORRC any planned events at which food and drink will be served that will be attended by Government employees **prior to the event** so that ORRC can ensure that we do not exceed these limits. Following any such event, UARC University Personnel must report the names of the Government attendees and the value of the items provided.

You also may not offer, give, solicit or receive any form of bribe or kickback, which are discussed in more detail immediately below. If you are uncertain whether providing or receiving a business courtesy is appropriate, seek guidance from OAC, OGC, or the other resources identified in this Supplement.

Bribery & Kickbacks

A “bribe” is the exchange of something of value – or even the mere offer or promise of the exchange of something of value – with the intent of influencing a business decision or an official act (or failure to act) by a Government employee. Bribes can take many forms, including:

- Money or items readily converted into cash, such as stocks and bonds
- Gifts or gratuities
- Kickbacks
- Unreasonable rebates or excessive commissions
- Unusual, excessive or disguised allowances, expenses, or political or charitable contributions
- Offering anything else of value to customers, their family members or their friends, including jobs and payment of educational expenses

Howard University policy strictly prohibits bribery and/or the offering of anything of value to influence, or to attempt to influence, a Government action or decision or an action or decision related to subcontracting under a Government contract. The penalties for bribery are severe and may include the potential criminal prosecution of Howard University and/or of individual personnel, contract damages and penalties, termination for default, and suspension or debarment from Government contracting. Howard University also prohibits using bribes to influence private sector business decisions.

A “kickback” includes any money, fee, commission, gift, gratuity, entertainment, compensation, or anything else of value that is provided, directly or indirectly, to any prime contractor or subcontractor (or employee of either) for the purpose of improperly obtaining or rewarding favorable treatment in connection with a Government contract or subcontract. Howard University policy strictly forbids the provisioning or receipt of kickbacks. The penalties for kickbacks are severe and may include criminal and civil sanctions, contract damages and penalties, termination for default, and suspension or debarment.

If you reasonably suspect a bribe or kickback may have been offered or paid by the University or UARC University Personnel or by a contractor, subcontractor or agent working for Howard University, or if you have questions regarding the application of these laws, you are required to promptly report your concerns or questions using the resources described in this Supplement.

Fraud, False Claims & False Statements

Howard University strictly prohibits the submission of false claims, and/or the making of false statements, to any Government official. Furthermore, you are prohibited from engaging in any fraudulent, untruthful or misleading conduct or activity related to Government contracting or subcontracting. Pursuant to the civil and criminal False Claims Acts, a U.S. Government contractor and the individuals performing work on Government contracts can be civilly liable and/or criminally responsible for *false* claims, statements, documents and certifications that it submits: (i) in support of a claim for payment from the U.S. Government; (ii) in support of a claim for payment submitted to a prime contractor or subcontractor under a U.S. Government contract; or (iii) in support of an effort to decrease an obligation to make a payment to the U.S. Government. Penalties for the violation of the False Claims and False Statements Acts are severe.

In preparing and submitting proposals or bids for Government contracts and subcontracts, completing annual representations and certifications on the Federal System for Award Management (<https://sam.gov/>) or similar site, submitting requests for payment, and in all other activities related to bidding on, receiving an award of, and/or performing Government contracts or subcontracts, all representations, certifications and statements (whether verbal or written) must be accurate, honest and complete.

The submission of a false, misleading or incomplete statement, representation, proposal, bid, quotation, certification, invoice, request for payment, or other document can result in civil and criminal liability for Howard University, the responsible personnel, and any supervisors who know of or approve of the submission. Furthermore, because of the various certifications Howard University frequently makes with respect to its Federal Government contracts, you must take special care in ensuring the accuracy of the subject matter to which they are certifying. A false certification of compliance with laws and/or regulations may violate the U.S. False Claims or False Statements Acts.

If you reasonably believe that misconduct has occurred that could give rise to liability for fraud, false claims, or false statements, you are required to promptly report your concerns or questions using the resources described in this Supplement.

Time & Cost Recordation

If you record time and costs to be charged to Government contracts and subcontracts, you must be especially careful to do so in a complete, accurate and timely manner. You must ensure that time worked and costs charged are applied to the account for which they were incurred. Costs or time may not be improperly shifted between contracts or projects. No cost may be charged or allocated to a Government contract or subcontract if the cost is unallowable by law, regulation, or contract provision, or is otherwise improper or was not actually and fully incurred. In addition,

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the Government must be promptly notified of any overpayments it makes to Howard University and ordinarily such overpayments must be promptly refunded to the Government.

Accurate Records

Howard University requires maintenance of accurate and up-to-date records for audits, information tracking, proper internal controls, and compliance with Government contract and subcontract requirements. All transactions must be fairly, completely, and accurately documented in Howard University's records. Financial reports, accounting records, expense reports, timecards, and other documents must be accurate, complete, and prepared with care and honesty, and must conform to U.S. generally accepted accounting principles and comply with all applicable laws, regulations, and Government contract or subcontract requirements. All University funds must be retained in University bank accounts and no undisclosed or unrecorded funds or assets shall be established for any purpose.

Any improper or fraudulent accounting, documentation, or reporting, including improper signatures, is in direct conflict with University policy, will not be tolerated, and may be considered a violation of the law. UARC University Personnel who violate this policy will be subject to disciplinary action up to and including discharge. *See generally* [Howard University Code of Ethical Conduct, ¶ III. H., "Confidentiality and Maintenance of Accurate Accounts and Records"](#).

Antitrust Laws

You are required to comply with all applicable antitrust laws and regulations. These laws prohibit, among other actions, engaging in anti-competitive practices or collusive pricing in preparing proposals or bids for Government contracts or subcontracts (and for private sector work). All prices must be arrived at independently without, for purposes of restricting competition, any consultation, communication or agreement with any competitor relating to: (i) prices, (ii) the intent to submit a bid or proposal, or (iii) the methods or factors used to arrive at the offered prices. You may not attempt to induce competitors to submit or forego the submission of a bid or proposal for the purpose of restricting competition.

Government Investigations & Inquiries

It is Howard University's policy to deal with all Government officials in a fair, open, honest and complete manner. Howard University is committed to fully cooperating with Government officials during any appropriate Government investigation. If you are contacted by a Government official concerning an investigation or possible investigation, you are required to immediately inform OGC. *See* [Howard University Office of Audit and Compliance](#) policies and procedures on Investigations.

Suspended & Debarred Contractors & Subcontractors

Federal law restricts the ability of contractors to subcontract with individuals or entities that are debarred, suspended, or proposed for debarment. You may not, in the performance of U.S. Government contracts and subcontracts, or any other federally or state/local government funded programs, knowingly enter into a new contract or subcontract with, make a new purchase from, or enter into any new business relationship with any individual or company that is listed by a Federal agency as debarred, suspended, proposed for debarment, or otherwise excluded from contracting or assistance awards. If during the performance of a Government contract or subcontract, or federally or state/local government funded program, you become aware that the prime contractor or subcontractor has been debarred, suspended, or proposed for debarment, you must immediately notify your supervisor, OAC, or use the other resources described in this Supplement.

Companies that have been suspended, debarred, or excluded from Federal procurements or assistance awards, or proposed for debarment from Federal procurement awards, are listed as excluded in the System for Award Management (“SAM”), which is available at <https://sam.gov/>. Howard University will not contract with any entity listed on SAM (or a successor site) as currently excluded. This database must be reviewed prior to engaging the services of any individual or entity in connection with any Government contract or subcontract, as well as for contracts or subcontracts entered into in connection with federally or state/local government funded programs.

Employment of Persons With Past Violations

Howard University will not knowingly permit any person convicted within the last five (5) years of fraud or any other felony that arises from or relates to the performance of a U.S. Department of Defense contract or first tier subcontract thereunder to serve: (1) in a management or supervisory capacity; (2) on the Howard University Board of Trustees; (3) as an agent, representative, or consultant; or (4) in any other capacity with the authority to influence, advise on, or control decisions related to the UARC contract. Howard University will conduct criminal background checks before hiring management or supervisory personnel, electing or appointing Trustees, engaging agents, representatives, consultants, and engaging any other individuals who will have the authority to influence, advise on, or control decisions related to the UARC Contract.

Procurement Integrity Policy for U.S. Government Contracts & Subcontracts

The Procurement Integrity Act and several other laws and regulations mandate rules and ethical conduct for U.S. Government officials and Federal contractors, including their subcontractors and suppliers. These laws prohibit U.S. Government employees from soliciting or accepting — and U.S. Government contractors, their subcontractors, and suppliers from offering — future employment, gifts, gratuities, or entertainment as a *quid pro quo* for contract awards. While a

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procurement is pending, you and Government procurement officials must not (directly or indirectly):

- have any discussions or communications that relate in any way to employment, the possibility of future employment, or business opportunities with Howard University;
- offer, ask for, give or receive anything of value (including any gift, gratuity or entertainment);
- offer, ask for, give or receive any contractor (i.e., competitor) bid or proposal information or source selection information without proper authorization; or
- transmit or otherwise give contractor bid or proposal information or source selection information to any unauthorized party.

Should you become aware of an improper benefit given to a U.S. Government employee under or related to the UARC Contract, including any subcontract thereunder, or on a procurement related to the University's work for the U.S. Government (either as a prime contractor or subcontractor), you have an obligation to immediately report the situation using the methods described in this Supplement and to cooperate with Howard University officials in resolving the issue.

Howard University strictly prohibits you from obtaining or attempting to obtain: (i) contractor bid or proposal information of our competitors, or (ii) Government source selection information. In circumstances where you have reason to believe that the release to you of such information is unauthorized, you should not accept such information from any source. If, despite your best efforts, you receive such information: (1) do not read the information or, if you have begun reading the information, immediately stop doing so; (2) immediately quarantine the information; (3) ensure that no other person reviews the information; and (4) immediately notify OAC and/or OGC.

To protect the University's proprietary or confidential information from disclosure, when submitting such information in a bid or proposal to the Federal Government or to an entity bidding on a prime Government contract, the information must be appropriately marked as proprietary on the cover page of the bid or proposal and on each page that contains proprietary information consistent with the requirements of the Federal Acquisition Regulation ("FAR"), including FAR 52.215-1(e).

Conflicts of Interest

Policy Importance

Careful adherence by UARC University Personnel to the UARC Conflict of Interest requirements is critical to the University's success under and longevity with respect to its UARC Contract. As explained by the Department of Defense, this is because "[t]he absence of any conflicts of interest, real or perceived, allows the UARC to have access to government and contractor data

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including sensitive and proprietary information, and to employees and facilities, beyond that which is common to a DoD contractual relationship. . . . UARCs are required to conduct business in a manner befitting their special, strategic relationship with the Government, to operate in the public interest with objectivity and independence, and to be free from actual or perceived conflict of interest.” [DOD Engagement Guide: UARCs \(April 2013\)](#), at 3, 8; see *DOD University Affiliated Research Center Management Plan* (Aug. 8, 2010), at 4 (same).

Personal Conflict of Interest

It is important that every decision we make be based on the needs of the University and the Government, not on personal interests or relationships. A conflict of interest exists when an individual’s personal interests interfere with the interests of the University. It is important that we avoid even the appearance of a conflict of interest.

Most personal conflicts of interest can be avoided or resolved if they are properly disclosed. If you see that your personal interests could conflict with your role or if you think other personnel may have a conflict of interest, report your concerns using the resources described in this Supplement.

Conflicts of interest can be based on a personal financial interest or on a family or other personal relationship. Some conflicts are obvious while others may be difficult to spot. Here are a few areas in which conflicts may arise:

- **Financial interests.** If you or an immediate family member has a financial interest in any third party that may be affected by your actions on behalf of the University, you must disclose that interest. Gifts, including travel, can also cause a personal conflict of interest.
- **Family relationships.** If you supervise a family member or if you interact with a family member who is a supplier or customer, you have at least the appearance of a conflict of interest. You must disclose the potential conflict.
- **Outside employment.** In some circumstances, it may be appropriate to take on employment in addition to your work for the University as long as the outside employment does not interfere or conflict with your work for the University. Be aware, however, that external employment can lead to conflicts of interest. Disclose the outside work so that any potential conflicts can be avoided.

For information on conflicts of interest requirements specific to research, see the University’s [“Financial Conflict of Interest in Research Policy”](#) (Policy No. 100-007).

Organizational Conflicts of Interest

FAR Subpart 9.5 prohibits the award of a contract to and the negotiation of a contract modification with a contractor that has an organizational conflict of interest (“OCI”) unless the contracting officer finds that the contractor has mitigated the OCI. The main objectives of FAR

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Subpart 9.5 are to prevent unfair competitive advantages and avoid placing contractors in conflicting roles that may compromise a contractor's judgment. As explained in more detail below, OCIs are generally categorized into three types: (1) biased ground rules; (2) unequal access to information; and (3) impaired objectivity.

Biased Ground Rules

These cases generally arise when a contractor, as part of its performance of a prior Government contract, has established the ground rules regarding a subsequent Government contract. The most common problem is where a contractor working under one Government contract is involved in setting the ground rules for the competition for another Government contract by, for example, writing the statement of work, providing materials upon which a statement of work was based, or otherwise defining the requirements for another Government contract. The risk is that the contractor will cause the ground rules of the competition to be set in a manner that improves its chances of winning the work.

Unequal Access to Information

These cases arise when a contractor has access to non-public, Government information as part of its performance under a Government contract that may provide it with an unfair competitive advantage on a later Government contract. Examples of this type of information include proprietary information about a competitor received from the Government and nonpublic source selection sensitive information, such as internal Government estimates and evaluation strategies. The University is prohibited from using such information to bid on future Government contracts or sharing such information with other parties without Government authorization.

Impaired Objectivity

An "impaired objectivity" OCI arises where a firm's ability to render impartial advice to the Government will be undermined by the firm's competing interests. Impaired objectivity OCIs typically arise where a contractor's work under one Government contract could entail evaluating itself, its affiliates, or its competitors either through an assessment of performance under another contract or an evaluation of proposals. Such OCIs also may arise where a contractor's outside business relationships create an economic incentive to provide biased advice under a Government contract, or if the contractor provides services that could influence policies or regulations that impact the contractor (e.g., if a contract requires the contractor to make recommendations about policies that impact its operations). To avoid the appearance of a conflict of interest, the company must disclose the conflict to the Government and obtain written permission from the Government to proceed.

Mitigation

An OCI does not always mean automatic disqualification. At least with respect to unequal access to information and impaired objectivity OCIs, there may be opportunities to mitigate the OCI in a way that enables the University to compete. If you believe there is a potential OCI, you must contact OGC for guidance.

Restrictions Concerning the Employment of Current & Former Government and Competitor Employees

Federal law prohibits certain activities by former U.S. Government employees including, in general, the representation of a contractor before the U.S. Government in relation to any contract or other matter involving specific parties or issues on which the former employee participated “personally and substantially” while employed by the U.S. Government. If you are a former Government employee, prior to representing Howard University on a particular matter before the Government agency for which you worked or any related Government agency, you may need to obtain an ethics opinion from the relevant agency and you must obtain the written approval from OGC.

There are detailed and complex rules regarding hiring current or former Government officials. For example, if a former Government employee with knowledge that could give the University an unfair competitive advantage assists in preparing the University’s proposal for a Government contract or subcontract, this could create a conflict of interest that could disqualify Howard University from bidding on and/or receiving the award of the Government contract or subcontract.

You may not initiate employment-related discussions (including discussions regarding hiring someone as an independent contractor or outside consultant) with a current or former Government official without prior written approval from OGC. If a current or former Government official expresses an interest in working for Howard University, you must promptly inform your supervisor and OGC and may not conduct substantive discussions on this subject without prior written approval from OGC.

If you are aware of circumstances in which someone’s position, duties, or responsibilities with the University place him or her in a position to use, or give the appearance of using, a former employer’s non-public information in the planning, preparation, development or submission of proposals for, or in support of, a Government contract, you must immediately make a report using the resources identified in this Supplement.

Contingent Fees

Federal law strictly limits the University’s ability to enter into “contingent fee” arrangements for the purposes of pursuing and obtaining contracts with the U.S. Government. A “contingent fee”

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is any commission, percentage, success fee, brokerage, bonus or other fee that is contingent upon the success that a person or concern has in securing a Government contract.

You cannot enter into or agree to any relationship, arrangement, or agreement providing for such fees, commissions or bonuses without the prior written approval of OGC. In addition to other sanctions, the Government may annul a contract or recover the full contingent fee if a contractor pays illegal contingent fees.

Confidential Government Information

Howard University is committed to complying with all applicable laws and regulations requiring safeguarding of Federal Government information. UARC University Personnel granted access to confidential or sensitive Government information are responsible for being aware of and following all applicable rules.

“Controlled unclassified information” (“CUI”) is information that the U.S. Government or University creates or possesses (for or on behalf of the Government) that, by law, regulation, or business necessity, requires some form of protection, *see* 32 C.F.R. Part 2002, but is outside of the [National Industrial Security Program Operating Manual](#) (“NISPOM”), *see* 32 C.F.R. Part 117, or other formal rules for classifying national security information. The security and protection of CUI depends upon your compliance with the University’s physical and information security policies and procedures and, where applicable, the policies and procedures of the University’s contractors, subcontractors, suppliers, and other partners. CUI may not be disclosed to anyone without proper authorization. You must keep CUI protected and secure. Employees are advised to review the University’s “Research Security Policy – Controlled Unclassified Information (CUI)” for further guidance.

The NISPOM, *see* 32 C.F.R. Part 117, prescribes the requirements, restrictions, and other safeguards to prevent unauthorized disclosure of classified information, which requires such protection in the interest of national security. You must comply fully with the NISPOM. Further guidance on this subject will be provided when the UARC is approved to receive classified information.

Export Controls

The University is committed to complying with U.S. export control laws, including the International Traffic in Arms Regulations (“ITAR”) administered by the U.S. Department of State, the Export Administration Regulations (“EAR”) administered by the U.S. Department of Commerce, and the specific economic and trade sanctions administered by the U.S. Department of the Treasury, Office of Foreign Assets Control (“OFAC”). It is critical that you be familiar with U.S. export control laws to ensure compliance.

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These Federal export controls laws govern the transmission of controlled items, technology, information and technical data to foreign nationals. They also restrict the provisioning of services to, traveling to, or working with individuals or entities from sanctioned or embargoed countries. These federal regulations not only can affect items that are used by UARC University Personnel, but can also affect whom the University engages with on campus and elsewhere.

Export control laws and regulations affect various University activities including, but not limited to, conducting research, international travel, publishing research, procurement, hiring non-U.S. persons, sponsoring foreign persons (e.g., visiting scholars or graduate students), collaborations with non-U.S. individuals or entities, international shipments, non-disclosure agreements, and certain services to embargoed or sanctioned countries. The EAR and the ITAR govern not only the shipment or transfer of export-controlled items (e.g., technical data, software, technology, materials, and equipment) outside the U.S., but also access to certain export-controlled items by non-U.S. persons, which could include access by certain non-U.S. students or faculty at the University, within the U.S. In addition, OFAC regulations impose sanctions and embargoes on transactions or exchanges with designated countries, entities and individuals.

The export control laws and regulations are in place to not only protect U.S. national security, U.S. foreign policy and the economic vitality of U.S., but also to prevent the diversion of technologies for use against U.S. interests. For further information on this subject, including how to comply with the export control laws, please consult the University's "Export Control Policy" (Policy No. Series 100-010).

Patent Rights and Government-Funded Inventions

Howard University is governed by the [Bayh-Dole Act](#) which sets out the disposition of inventions made under Federal contracts or with Federal assistance. Ordinarily, the University may elect to retain ownership over inventions conceived or first actually reduced to practice in the performance of work under a Federal contract. These inventions are called "subject inventions." If the University decides to retain ownership of any subject invention, the Government will be given a nonexclusive, nontransferable, irrevocable, paid-up license to practice, or have practiced for or on its behalf, that subject invention throughout the world.

Invention disclosure is critical for all projects receiving any amount of Federal funding. Federal law requires prompt disclosure and the University and its personnel could lose very significant rights if disclosures are not promptly made. In order to claim and protect ownership over subject inventions and comply with federal regulations, the University must disclose each subject invention to the Government within two months from the inventor's disclosure to the University of a discovery or invention that is or may be patentable.

Where applicable, UARC University Personnel must promptly report each subject invention to the University Office of Research's Technology Transfer Unit. For more information, see the University's ["Technology Transfer Policy"](#) (Policy No. 100-006).

Domestic Preference Laws

Some Federal contracts or subcontracts may require that the University use products manufactured or produced in the U.S. or other designated countries, or provide services that originate in the U.S. or other designated countries. When these limitations apply, the University will not provide products or services from non-compliant countries and will correctly represent the country of origin. You may not alter or remove the country-of-origin markings on products to be delivered to the Government.

Immigration

The University is committed to upholding the requirements of federal immigration law. New UARC University Personnel in the United States must complete a Form I-9 and submit appropriate documentation verifying their identities and their authorization to work in the United States. The University uses E-Verify to confirm that new employees are authorized to work in the United States.

UARC University Personnel whose work authorization is subject to expiration are required to renew any authorization documents before their expiration; under the law, failure to do so requires the University to terminate the employee.

Human Rights

The U.S. Government and the University have a "zero tolerance policy" for human trafficking, which includes:

- The recruitment, harboring, transportation, provision, or obtaining of a person for labor or services, through the use of force, fraud, or coercion for the purpose of forced labor or commercial sex acts.
- Forced labor of any kind (e.g., labor obtained through coercion, physical threats, threats to use legal process against a person, withholding of passports, or any other scheme intended to cause a person to believe that failure to perform an act would result in serious harm to or physical restraint against any person).
- The procurement of commercial sex acts.

Such activities are illegal, incompatible with basic human rights, and directly contrary to the University's values.

If you are aware of any human rights abuses by University personnel, contractors, subcontractors, suppliers, or vendors, report any such abuses using the resources described in this supplement.

Lobbying & Political Activities

As a non-profit, private institution of higher education whose activities are regulated in part by Section 501(c)(3) of the Internal Revenue Code, the University is prohibited from participating in political campaigns for Candidates, political parties and political organizations or ballot initiatives, and is restricted in conducting Lobbying activities.

Federal law prohibits the University from using appropriated Federal funds (e.g., funds paid by the Federal Government to the University as a contractor) to influence or to attempt to influence an Executive Branch official or employee or a Member of Congress, in connection with certain activities, including: (a) the awarding of any Federal contract, grant, cooperative agreement or loan; or (b) the extension, continuation, renewal, amendment, or modification of any such Federal contract.

Howard University respects its personnel's rights to privately engage (as individuals and not on behalf of the University) in political activities and we encourage civic engagement. However, you may not engage in political activity during work hours or use the University's time, resources or assets (directly or indirectly) for personal political activities. Likewise, you may not use the University's name, logo, or letterhead while engaging in personal political activities. For further information, please consult the University's ["Political Activity Guidance to All Key Stakeholders,"](#) Policy No. 800-002 (Oct. 14, 2020), and [University's Enterprise Technology Services \("ETS"\) guidance](#).

Texting While Driving

To promote safe driving, the Government and Howard University prohibit texting while driving. You may not text while driving on University business, which includes all driving (including idling) on active roadways in vehicles being used for official University business, including rental vehicles. "Texting" includes reading from or entering data into any handheld or other electronic device, including for the purpose of short message service texting, e-mailing, instant messaging, obtaining navigational information, or engaging in any other form of electronic data retrieval or electronic data communication. Texting does not include glancing at or listening to a navigational device that is secured in a commercially designed holder affixed to the vehicle, provided that the destination and route are programmed into the device either before driving or while stopped in a location off the roadway where it is safe and legal to park.

Cybersecurity & Computer and Electronic Device Use Compliance

General Cybersecurity Policy

The U.S. Government requires compliance with stringent requirements regarding the protection of data, both physically and electronically. To fulfill these requirements, the University has implemented policies and procedures which may limit your ability to access or move certain information and access some internal and external websites or databases. To ensure the University is complying with its obligations, you must comply with the [Cybersecurity Program](#) and never attempt to work around or otherwise subvert any denials of access or other action without first confirming with the University's Enterprise Technology Services ("ETS") that the access or action is in compliance with applicable technical policies and procedures.

In particular, you should never transmit University or Government information to a personal device or email account that has not been approved or is not maintained by the University. Before sending emails or moving files to personal devices or accounts, please confirm with ETS and OGC that the information is not subject to additional protections imposed by the Government and that the personal account or device is approved to receive the information.

Social Media Apps on Contractor Equipment

In 2023, the U.S. Government issued an interim rule regarding the use of "TikTok" on devices used in the performance of Federal contracts. FAR 52.204-27, entitled "Prohibition on a ByteDance Covered Application (June 2023)," became effective immediately and applies to Federal contracts and subcontracts. The use or presence of TikTok (as well as any successor app or service developed by ByteDance Limited, a Chinese internet technology company, or an entity owned by ByteDance Limited) is prohibited on all IT equipment used by the University in the performance of a Federal Government contract. The ban applies to devices regardless of whether the device is owned by the Federal Government, the University, or the individual. It does not, however, apply to personally owned cell phones that are not used in the performance of the contract. If you have the TikTok application on a personally owned device (such as a computer or cell phone) that you use or intend to use in performance of a Federal contract you must immediately remove the TikTok application. If you have questions about this policy, please contact OAC, OGC, or the other resources identified in this Supplement.

Telecommunications and Video Surveillance Equipment

The University is prohibited from using certain telecommunications or video surveillance equipment or services as a substantial or essential component of any system or as "critical technology" as part of any system. The prohibition applies to systems, equipment, and services used by the University, regardless of whether or not the equipment, systems, or services are used in performance of a Federal contract or are part of deliverables to the Government. The ban

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applies to telecommunications and video surveillance equipment produced or provided by the following entities:

- Huawei Technologies Company
- ZTE Corporation
- Hytera Communications Corporation
- Hangzhou Hikvision Digital Technology Company
- Dahua Technology Company
- Any subsidiary or affiliate of such entities

It is possible that this list could be expanded to other Chinese companies in the future.

This prohibition includes the purchase or lease of hardware, software, or component parts. This also includes equipment that an employee may utilize at home for work, such as phones, laptops, docking stations, monitors, webcams, and routers. If you have questions about this policy, please contact OAC, OGC, or the other resources identified in this Supplement.

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VIOLATIONS OF THIS SUPPLEMENT TO THE CODE OF ETHICAL CONDUCT

All UARC University Personnel are required to comply with, and are accountable for their compliance with, this Supplement. Disciplinary measures that may be imposed for violating this Supplement include, but are not necessarily limited to, counseling, oral or written reprimands, warnings, probation or suspension (including without pay), demotions, reductions in salary or bonus, restitution and termination of employment. Separately, for students, additional disciplinary sanctions up to, and including, expulsion may be imposed, based on the specific facts involved. These disciplinary measures can extend to the violator and to others involved in the wrongdoing, including persons who fail to use reasonable care to detect a violation, persons who if requested to divulge information withhold material information regarding a violation, persons who fail to report violations of this Supplement, and supervisors who approve the violations or attempt to retaliate against personnel for reporting violations or violators.

Receipt and Acknowledgement

I acknowledge that I have received my personal copy of the UARC Government Contracts Supplement to the Howard University Code of Ethical Conduct and that I have read and understand this Supplement and will comply with its requirements and guidelines. I further understand that nothing in this UARC Government Contracts Supplement, including any subsequent revisions, will alter my at-will employment status or create an employment contract.

Signature _____

Print Name _____

Title _____

Date _____