



September 13, 2011

Michael Weil, Esq.
Orrick, Herrington & Sutcliffe
405 Howard Street
San Francisco, California 94105

RE: Bank of America Corporation, et al. / Foster / 9-3290-09-013

Dear Mr. Weil:

This is to advise you that we have completed our investigation of the above-referenced complaint filed by Eileen Foster (Complainant) against Bank of America Corporation ("BofA") and Countrywide Financial Corporation ("Countrywide"), collectively referred to as "Respondent,"¹ on December 5, 2008 under the employee protection provisions of Section 806 of the Corporate and Criminal Fraud Accountability Act of 2002, Title VIII of the Sarbanes-Oxley Act of 2002, 18 U.S.C. §1514A (SOX). In brief, Complainant alleged that Respondent terminated her on September 8, 2008 in retaliation for reporting fraudulent, unethical, and illegal practices by senior and executive managers in the Employee Relations Department ("ER"), the Full Spectrum Lending Division ("FSL"), and the Consumer Markets Division ("CMD").²

Following an investigation by a duly authorized investigator, the Secretary of Labor, acting through her agent, the Regional Administrator for the Occupational Safety and Health Administration (OSHA), Region IX, finds that that there is reasonable cause to believe that Respondent violated SOX and issues the following findings:

Secretary's Findings

Respondent is a company within the meaning of 18 U.S.C. §1514A in that it is a company with a class of securities registered under Section 12 of the Securities Exchange Act of 1934 (15 U.S.C. 78l) and is required to file reports under Section 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78o(d)).

¹ Countrywide Financial Corporation merged with Bank of America Corporation on July 1, 2008, maintaining the name Bank of America Corporation. The term "Respondent" thus refers to the same company. Because many of the events at issue occurred prior to the merger date, all management and employees mentioned in these findings worked for Countrywide Financial Corporation unless otherwise indicated.

² As background, prior to its merger with BofA, Countrywide consisted of a number of different businesses or segments, each of which operated independently. The Loan Production division was responsible for originating and funding new loans and for acquiring already-funded loans through purchases from other lenders. The Loan Production division was split into several divisions, including CMD and FSL. CMD, the largest division of Countrywide, was the prime lending division, while FSL was the subprime lending division. Both had branches nationwide.

Complainant was employed by Respondent as an Executive Vice President, Fraud Risk Management ("FRM"), and worked in the company's corporate office in Calabasas, California. Complainant is an employee covered under 18 U.S.C. §1514A.

On December 5, 2008, Complainant filed a complaint with the Secretary of Labor alleging that Respondent discriminated against her in violation of SOX. As this complaint was filed within 90 days of the alleged adverse action, it is deemed timely.

On September 28, 2005, Complainant was hired by Respondent as First Vice President, Customer Care, Office of the President. On July 15, 2006, Complainant was promoted to Senior Vice President, Customer Care Operations, Office of the President.

On March 7, 2007, Complainant was promoted to Executive Vice President, FRM. In this role, Complainant was in charge of supervising and monitoring internal banking practices to ensure compliance with established internal control protocols, including supervising 35-40 fraud investigators, overseeing hundreds of open mortgage fraud investigations, managing the corporate Fraud Hotline, presenting conclusions to management, and creating and sending the Suspicious Activity Report ("SAR") to the U.S. Department of the Treasury pursuant to the Bank Secrecy Act of 1970 and to Countrywide's Board of Directors. FRM investigators under Complainant focused largely on investigating identification theft, loan origination, and internal fraud cases. In addition to FRM, several other units conducted their own fraud investigations, including ER.

From mid-2007 and continuing through her eventual termination, Complainant investigated, directed others to investigate, and reported to upper management that several employees engaged in bank, mail, and wire fraud. During this same time period, Complainant investigated, directed others to investigate, and reported to upper management that company fraud investigators concealed and manipulated findings to hide widespread bank, mail, and wire fraud. Complainant was particularly concerned that ER was engaged in the systematic cover-up of various types of fraud through terminating, harassing, and otherwise trying to silence employees who reported the underlying fraud and misconduct.

For example, in mid-2007, Complainant learned that several fraud allegations were brought against an FSL regional and division manager in the Boston area. Complainant participated in an investigation which revealed multiple incidents of egregious fraud spread throughout the entire region, including loan document forgery and alteration, manipulation of borrower's assets and income, manipulation of the company's automated underwriting system, the destruction of valid client documents, and evidence that blank templates of bank statements from several different financial institutions were emailed back and forth among loan officers in various branches for use in forging proof of borrower income and assets. As a result of the investigation, six of eight branches in the Boston area closed and approximately 44 employees were terminated.

In December 2007, Complainant informed Managing Director, Production Risk Management, Mark Miller³ – who was also her direct supervisor – and Vice President, Internal Audit ("IA"), Bryan Coleman, of severe and systemic fraud in FSL. Complainant expressed her concern to Mark Miller and Mr. Coleman that the actual number of fraud incidents occurring in FSL may be much higher than what was reported to her. Mr. Coleman confirmed to Complainant that

³ Because two individuals with the last name of Miller are discussed in this letter, both individuals will be referenced by their first and last names for clarity.

her concerns were valid.

On February 22, 2008, Complainant learned from ER that there had been multiple allegations of fraudulent loan funding against FSL branch manager John Mauk ("the Mauk investigation"). Employees at the branch had alleged that Mr. Mauk engaged in document forgery, document alteration, manipulation of borrower's assets and income, destruction of genuine income documents, and other improper and/or fraudulent activities in order to obtain funding for loans. ER did not disclose to Complainant at the time that it had substantiated two incidents of Mr. Mauk retaliating against employees who reported misconduct. Further, ER never addressed such retaliation and waited one month to inform Complainant of the allegations of fraud and harassment by Mr. Mauk.

In February 2008, Complainant also learned that several CMD branch employees had been terminated, laid off, or transferred during the previous two to three years after reporting to ER that loan officer Michael Eckhart was engaging in unethical and fraudulent activities ("the Eckhart investigation"). Complainant directed staff to investigate the issues, which continued in March 2008. Complainant reported on her staff's findings on May 1, 2008 (see below).

In February 2008, Complainant discussed with Mark Miller her growing concerns regarding ER's handling of fraud complaints, as evidenced in the Mauk investigation. Complainant indicated that although ER sometimes attempted to address fraud allegations in the course of its investigations, at times ER compromised the source of the allegations, leading to whistleblower retaliation. Complainant indicated to Mark Miller her belief that ER was sloppy in its style of operations and the manner in which it executed investigations.

In late February 2008, Complainant informed ER Managing Director Nancy Jagielski, ER Senior Vice President Kevin Mackey, and Executive Vice President, Ethics and Loss Prevention, Nick Miller, that ER and FSL had engaged in activities that violated Countrywide's policy regarding the reporting of fraud. Complainant informed them that ER representatives were failing to refer employees who reported fraud to the Fraud Hotline, failing to report fraud allegations themselves, engaging in unauthorized investigations of fraud complaints, violating the confidentiality of complainants, and failing to conduct proper investigations. Complainant specifically referred to ER's handling of the Mauk investigation in which Mr. Mauk retaliated against branch employees who filed complaints against him with ER.

Complainant and Ms. Jagielski then engaged in several telephone calls and email exchanges regarding Complainant's allegations of ER's misconduct. Ultimately, it was agreed that the Ethics/Loss Prevention division would provide Complainant with notification of all fraud, criminal activity, or conflict of interest allegations involving FSL. It was also agreed that ER would not screen, filter, or delay the referral of fraud complaints to Complainant and FRM.

In March 2008, another branch manager informed Complainant that she had been told by an ER representative that all fraud allegations must be reported to ER, who would then determine whether the allegations should be forwarded to the corporate Fraud Hotline. Complainant then informed Mr. Mackey and Ms. Jagielski that ER is not authorized to screen fraud allegations.

While Complainant reported her concerns that ER was covering up fraud investigations by retaliating against employees who alleged the underlying fraud at issue, ER started its own investigation into Complainant. On or about April 14, 2008, Senior Vice President, ER, Kimberly Lappin and ER consultant Tammy Lee started questioning employees in Complainant's department regarding whether they had complaints or negative impressions of

Complainant.

On May 1, 2008, Complainant, along with representatives of CMD and ER, held a conference call to discuss the findings of the Eckhart investigation. During the meeting, Complainant described and distributed a written summary which documented that Mr. Eckhart engaged in widespread egregious and fraudulent conduct over an extended period of time, including forgery, alteration and destruction of documents, loan manipulation, knowing submission of false documents, and conspiracy with outside business partners to obtain loans for their businesses. Complainant also described a culture of intimidation regarding anyone at the branch who questioned Mr. Eckhart, and she explained that, despite all the past complaints made against Mr. Eckhart, he had only been subjected to one disciplinary action. Complainant indicated that she intended to request that IA investigate the allegations.

Later that day, Complainant informed Ms. Jagielski and Mr. Mackey that she intended to refer her allegations against ER to IA. Complainant described her concerns about ER's handling of the Mauk investigation and incident with the branch manager among other issues, as described above. Ms. Jagielski and Mr. Mackey asked Complainant not to contact IA. Complainant argued that ER could not adequately investigate itself and that she felt it was time to get an objective evaluation of ER's handling of fraud investigations and retaliation against employees who reported the underlying fraud. During this period, Complainant also regularly apprised Mark Miller of her concerns relating to ER and the sales divisions.

On May 2, 2008, Complainant, with editorial assistance from Mark Miller, drafted a memo to Managing Director, IA, Julie Scammahorn, requesting that IA begin an investigation "into allegations brought to [FRM] involving [ER]." Referring to the Eckhart investigation, Complainant wrote that "[a] consistent thread in [the investigator's] conversations with employees was the fear that [ER] was no longer an objective advocate for employees." Complainant briefly described her conference call the previous day with Ms. Jagielski and Mr. Mackey, as discussed above. Complainant summarized the allegations made by employees in the Mauk and Eckhart investigations who felt retaliated against after reporting their underlying fraud concerns to ER. Complainant also attached the Eckhart investigation summary that had been distributed at the meeting on the previous day, as well as an email from Ethics/Loss Prevention containing the allegations about Mr. Mauk's branch received during an annual certification process.

On May 13, 2008, Complainant spoke with Nick Miller and Senior Vice President, IA, Celeste Burton and informed them that ER failed to forward fraud notifications to FRM, refer callers where appropriate to the Fraud Hotline, advise production personnel to report fraud allegations to FRM, and protect employees who contacted ER to report fraud from retaliation.

During this period, ER continued its investigation of Complainant. Shortly after Complainant's conversations with Nick Miller and Ms. Burton, Complainant first learned that ER had been contacting her staff to ask questions about her. Mark Miller was similarly surprised to hear that ER had been conducting an investigation about Complainant. Mark Miller then spoke with Ms. Lappin, who informed him that ER was conducting a "temperature check" related to Complainant and that some complaints had been filed against her. Mark Miller informed Ms. Lappin that he was concerned about ER's investigation into Complainant because of the pre-existing tension between ER and Complainant. Mark Miller asked Ms. Lappin to ensure that the investigation was fair. During the several months that followed, Mark Miller had additional conversations with Ms. Lappin about his concerns, which grew increasingly serious as the investigation progressed.

On July 1, 2008, BofA and Countrywide officially merged. The new company shed the name Countrywide and kept the name BofA. Shortly thereafter, on July 7, 2008, after an exhaustive vetting process, BofA offered Complainant a position as Senior Vice President, Mortgage Fraud Investigations Division Executive, which Complainant accepted. Mark Miller ceased supervising Complainant.

On July 8, 2008, Warren Bauer, an employee who reported directly to Complainant, informed Mark Miller that ER had interviewed him about Complainant and that he was alarmed. Mr. Bauer indicated that an ER representative had interviewed him for almost three hours, asked him leading questions, and had a profoundly biased view of Complainant.⁴

As a result of Mr. Bauer's statements, Mark Miller contacted BofA's General Counsel Sandy Samuels and Chief Operating Officer Jack Schackett—who was Mark Miller's supervisor—to express his concern that Complainant was being retaliated against. Thereafter, on August 1, 2008, Mark Miller indicated to Mr. Schackett that he did not wish to be involved in ER's investigation of Complainant.

On or around August 1, 2008, Complainant was interviewed by Ms. Lappin and Ms. Burton. She was given no notice of the specific nature of the allegations against her.

On September 8, 2008, Complainant was informed by Vice President of HR, Manager II for BofA, April Harper, that she had been terminated. Ms. Harper and Senior Vice President and Investigative Services Executive, Global Corporate Security for BofA, Cassandra Chandler made the decision to terminate Complainant based on ER's findings of Complainant's alleged misconduct while working at Countrywide, as evidenced by a September 17, 2008 email that Ms. Lappin sent Complainant:

As you are aware, an investigation was conducted into allegations brought to [ER's] attention. Based on the investigation findings, it was substantiated that you violated the Company's 'Conduct Guidelines,' including engaging in inappropriate and unprofessional conduct with your staff and displaying poor judgment as a leader. It was also substantiated that a perception of retaliation by you existed in the department.

As a result of these findings, [BofA] Management lost confidence in your ability to lead the team moving forward, which led to the decision to terminate your employment.

Mark Miller was shocked that Complainant had been terminated because he had no prior knowledge of the termination and had not been consulted regarding the decision to fire Complainant even though BofA apparently based its termination on Complainant's alleged misdeeds during the period he supervised Complainant.⁵

Complainant engaged in protected activity under SOX when she provided information, caused

⁴ Mr. Bauer told Mark Miller that the ER representative was "trying to jam [a negative perception of Complainant] down his throat." As an example, Mr. Bauer informed Mark Miller that the ER representative would start questions with "everyone says [Complainant] does . . ." and try to get Mr. Bauer to concur. Mr. Bauer told Mark Miller that he felt many employees would simply cave in to this pressure.

⁵ Respondent also now alleges that BofA employees complained about Complainant's poor judgment and unprofessional conduct during her brief tenure in her new position and that this was an additional factor in her termination. This allegation, raised late in the investigation, is contrary to both the above-mentioned September 17, 2008 email and to Respondent's assertions at the commencement of OSHA's investigation.

information to be provided, and otherwise assisted in numerous investigations regarding mail fraud, wire fraud, and bank fraud. As discussed above, Complainant investigated and directed staff to investigate various claims of mail, wire, and bank fraud involving Countrywide employees, including the Mauk and Eckhart investigations. Such investigations revealed widespread and pervasive fraud conducted through the use of wires and mail, and against Countrywide, a national commercial bank at the time. Examples of the fraud revealed by these investigations include, but are not limited to, loan document forgery and alteration, manipulation of borrower's assets and income, manipulation of Countrywide's automated underwriting system, the destruction of valid client documents, evidence that blank templates for bank statements were emailed back and forth among loan officers in various branches, document forgery, document alteration, destruction of genuine income documents and other improper and/or fraudulent activities in order to obtain funding for loans, the destruction of documents, loan manipulation, the knowing submission of false documents, and conspiracy with outside business partners to obtain loans for such businesses.

Complainant also engaged in protected activity under SOX when she reported that employees who attempted to report underlying wire, mail, and bank fraud to ER suffered pervasive retaliation. SOX was enacted to protect whistleblowers who report fraud.⁶ SOX protects whistleblowers such as Complainant who report that employees were retaliated against for reporting the very frauds SOX was designed to prevent.

Respondent management had extensive knowledge of Complainant's protected activity. Although Ms. Harper and Ms. Chandler made the decision to terminate Complainant, they based their decision on ER's investigation into Complainant's alleged misconduct while she worked at Countrywide. As discussed above, ER management had actual knowledge of Complainant's protected activity.

Complainant suffered an adverse action when she was terminated on September 8, 2008.

These circumstances are sufficient to draw an inference that Complainant's protected activity was a contributing factor to the adverse action. The temporal proximity between Complainant's reporting of fraud and related retaliation against employees who tried to report bank, wire, and mail fraud to ER, and ER's commencement of an investigation which resulted directly in Complainant's termination, creates a strong inference of retaliation. Just as Complainant began informing ER management of her findings of pervasive retaliation against employees who reported on fraud to ER in late February 2008, leading to increasing friction between ER and Complainant, ER began a formal investigation into Complainant's alleged poor conduct on April 14, 2008, which ultimately led to her termination only months later.

There is also evidence of Respondent's intent to retaliate against Complainant as Complainant

⁶ Congress enacted SOX "[t]o protect investors by improving the accuracy and reliability of corporate disclosures made pursuant to the securities laws, and for other purposes." Preamble to Sarbanes-Oxley Act, Pub. L. No. 107-204, 116 Stat. 745 (2002). The general purpose of SOX was to "restor[e] trust in the financial markets by ensuring that the corporate fraud and greed may be better detected, prevented and prosecuted." S. Rep. No. 107-146, at *2 (2002). SOX's purpose was "to protect whistleblowers who report fraud." *Id.* The provision was a response not just to actions against whistleblowers at Enron and Arthur Anderson, but to a "culture, supported by law, that discourage[s] employees from reporting fraudulent behavior," a "corporate code of silence" that "hampers investigations . . . [and] creates a climate where ongoing wrongdoing can occur with virtual impunity." *Id.* at *5. Legislators believed that this code of silence had to be remedied because it generally had "serious and adverse" consequence for investors and for the stock market, but they described SOX as addressing "fraud" without limiting the intended coverage to "fraud against shareholders." See *id.* at *5, 10, 13, 18-19; 148 Cong. Rec. S7418, S7420 (daily ed. July 26, 2002).

increasingly reported on ER's deficiencies, including allegations that employees who brought forth fraud allegations were themselves retaliated against by ER. In the two months prior to Complainant's termination, one of Complainant's employees expressed concern regarding ER's investigation and its apparent bias against Complainant and Complainant's supervisor also contacted BofA's General Counsel and its Chief Operating Officer to report his belief that Respondent was retaliating against Complainant.

Respondent asserts that it would have taken the same adverse actions regardless of any protected activity. Respondent claims that Complainant was terminated because ER's investigation revealed that she had violated the company's conduct guidelines by engaging in inappropriate conduct with staff and displaying poor judgment. The evidence indicates, however, that Respondent's proffered reasons for Complainant's termination are pretext. Respondent's investigation and termination process, as applied to Complainant, appears to have been biased. Mark Miller, Complainant's direct supervisor while she worked at Countrywide, was neither consulted prior to the investigation as dictated by company policy nor interviewed during the investigation, even though Complainant was terminated for alleged misconduct while she worked at Countrywide. ER's determination that Complainant retaliated against subordinates was based on coerced and generalized "perceptions" by employees of possible retaliation by Complainant. Moreover, Respondent failed to follow its own progressive disciplinary policy in terminating Complainant. Prior to Complainant's termination, she was never counseled, written up, suspended, or disciplined in any way regarding her alleged failures that Respondent cited to justify her termination.

In fact, the evidence shows that Complainant was a high-performing employee with no history of poor performance or conduct issues. Respondent consistently recognized Complainant's high worth by regularly awarding her good performance with monetary incentives and positive performance reviews. Throughout Complainant's employment with Respondent, she received numerous promotions, awards, and salary increases, including during the period in which ER was investigating her for alleged misconduct. For example, in November 2007, Complainant was awarded with a retention bonus on recommendation by Mark Miller. Similarly, in March 2008, she was granted a performance bonus as a result of Mark Miller rating her "above average" in an annual performance review. In April 2008, Complainant was awarded merit-based stock options. In June 2008, Complainant was awarded an annual merit increase of 8%. Even after ER began its investigation into Complainant's alleged misconduct, Complainant received positive performance recognition in March, April, and June 2008, culminating in BofA awarding Complainant a high level position after an exhaustive vetting process on July 7, 2008, just two months before her termination. Had Complainant truly exhibited poor conduct while working for Countrywide, it is highly unlikely that BofA would have selected her for the position. Thus, Respondent's proffered reasons for Complainant's termination in these circumstances are pretext.

A preponderance of the evidence indicates that Complainant's protected activity was a contributing factor in the adverse action taken against her. Absent clear and convincing evidence that Respondent would have taken the same action in the absence of the protected activity, OSHA finds that there is reasonable cause to believe that Respondent violated SOX. OSHA hereby orders the following to remedy the violation:

Order

1. Respondent shall pay Complainant back wages, less interim earnings, at the rate of (1) \$100.96 per hour for a 40 hour workweek from September 8, 2008 to December 31, 2008, (2) \$110.50 per hour for a 40 hour workweek from January 1, 2009 to December 31, 2009 (3) \$114.92 per hour for a 40 hour workweek from January 2010 to December 2010, and (4) \$119.51 per hour for a 40 hour workweek from January 2011, plus any additional pay and bonus increases Complainant would have received had she not been terminated, until Respondent makes the Complainant a *bona fide* offer of reinstatement Respondent shall pay Complainant interest on the back wages in accordance with 26 U.S.C. 6621.
2. Respondent shall pay Complainant compensatory damages in the amount of \$37,998.00, which is comprised of costs Complainant has incurred to complete a Bachelor's Degree and obtain an additional professional certification to improve her opportunity for employment, commuting costs to travel to work for a new job, and mediation costs. Respondent shall also pay Complainant the value of the Key Associate Stock Options, Key Associate Restricted Stock, 401k Match, Defined Benefit Pension, and paid vacation that would have been granted to Complainant had she not been terminated.
3. Respondent shall pay Complainant attorney fees in the amount of \$229,364.00.
4. Respondent shall immediately reinstate Complainant to her former position at BofA with all the pay, benefits, and rights she had before her termination.
5. Respondent shall post immediately the attached "Notice to Employees" in a conspicuous place in its office(s), including all places where notices for employees are customarily posted and on the company's internal website, and maintain for a period of at least 60 consecutive days from the date of posting. Said Notice to Employees shall be signed by a responsible Respondent official and the date of actual posting shall be shown thereon.
6. Respondent shall not retaliate or discriminate against Complainant in any manner for instituting or causing to be instituted any proceeding under or related to SOX.
7. Respondent shall provide Complainant a neutral employment reference, to include dates of employment, job title, and final wage rate, to all potential employers regarding Complainant.
8. Respondent shall expunge Complainant's employment records of any reference to the exercise of her rights under the whistleblower provisions of SOX and of any references to Complainant's termination.

Respondent and Complainant have 30 days from the receipt of these Findings to file objections and to request a hearing before an Administrative Law Judge (ALJ). If no objections are filed, these Findings will become final and not subject to court review. Objections must be filed in writing with:

Chief Docket Clerk
USDOL-Office of Administrative Law Judges
800 K Street NW, Suite 400
Washington, D.C. 20001-8002
(202) 693-7542, Fax (202) 693-7365

With copies to:

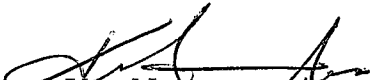
Respondent

OSHA Regional Administrator, Region IX
90 7th Street, Suite 18-100
San Francisco, CA 94103

Department of Labor, Associate Solicitor
Division of Fair Labor Standards
200 Constitution Avenue NW, N2716
Washington, D.C. 20210

In addition, please be advised that the U.S. Department of Labor generally does not represent any party in the hearing; rather, each party presents his or her own case. The hearing is an adversarial proceeding before an ALJ, in which the parties are allowed an opportunity to present their evidence *de novo* for the record. The ALJ who conducts the hearing will issue a decision based on the evidence, arguments, and testimony presented by the parties. Review of the ALJ's decision may be sought from the Administrative Review Board, to which the Secretary of Labor has delegated responsibility for issuing final agency decisions under SOX. A copy of this letter has been sent to the Chief Administrative Law Judge along with a copy of your complaint. The rules and procedures for the handling of SOX cases can be found in Title 29, Code of Federal Regulations Part 1980, and may be obtained at www.osha.gov.

Sincerely,


KEN NISHIYAMA ATHA
Regional Administrator

cc: Matthew Tonkovich, Esq., Attorney for Complainant
Pat Gillette, Esq., Attorney for Respondent
Chief Administrative Law Judge, USDOL
Deputy-Director, Division of Enforcement, Securities & Exchange Commission



NOTICE TO EMPLOYEES



PURSUANT TO AN ORDER BY THE U.S. DEPARTMENT OF LABOR, OCCUPATIONAL SAFETY AND HEALTH ADMINISTRATION (OSHA)

Bank of America Corp. been ordered to make whole a whistleblower who was found to have been retaliated against for exercising her rights under Section 806 of the Corporate and Criminal Fraud Accountability Act of 2002, Title VIII of the Sarbanes-Oxley Act of 2002 (SOX) [18 U.S.C. §1514A].

PURSUANT TO THAT ORDER, RESPONDENT WILL NOT:

1. Discharge or in any manner retaliate against any employee because he or she has engaged in any activity, filed any complaint or instituted or caused to be instituted any proceeding under or related to the employee protection provisions of SOX, or has testified or is about to testify in any such proceeding or because of the exercise by the whistleblower on behalf of himself or others of any rights afforded by SOX;
2. Discharge, demote, suspend, threaten, harass, or in any other manner retaliate against any employee because he or she provided information, caused information to be provided, or otherwise assisted in an investigation regarding any conduct which the whistleblower reasonably believes constitutes a violation of 18 U.S.C. §1341 (mail fraud), §1343 (wire fraud), §1344 (bank fraud), or §1348 (securities fraud), any rule or regulation of the Securities and Exchange Commission, or any provision of Federal law relating to fraud against shareholders;
3. Harass, intimidate, or retaliate against any employee because he or she contacted, spoke with, or cooperated with OSHA or other government officials during the course of an investigation.

Bank of America Corp.

Date

THIS IS AN OFFICIAL NOTICE AND MUST NOT BE DEFACED BY ANYONE. THIS NOTICE MUST REMAIN POSTED FOR 60 CONSECUTIVE DAYS FROM THE DATE OF POSTING AND MUST BE NOT ALTERED, DEFACED, OR COVERED BY OTHER MATERIAL.