

Exhibit J1

WOODS HOLE OCEANOGRAPHIC INSTITUTION

Kathi Benjamin

Senior Director, Human Resources and EEO Officer

kbenjamin@whoi.edu

Institution Note

To: Henry Dick, Senior Scientist
From: Richard W. Murray, Deputy Director and VP for Research [DDVPR]
Susan E. Humphris, Senior Scientist and former Interim DDVPR
Date: 10-28-19
Subject: RV Thompson Investigation – UW Complaint - Conclusion
Cc: File, M Abbott, Rob Evans, Chris Land, K Benjamin

The Institution received a formal written complaint from the University of Washington [UW] on May 22, 2019, reporting concerns that you had repeatedly exhibited unprofessional behavior and conduct when you were the Chief Scientist for a cruise on the RV Thomas G Thompson. This cruise is identified in the UNOLS scheduling system as TN365. You were provided time to read this written complaint. The unprofessional behavior and conduct was reported to have occurred both during the pre-cruise planning and during the cruise itself. UW received 16 written statements in the course of their investigation, nine of whom experienced first-hand or witnessed the conduct referred to in the report.

The Institution first spoke with you on April 10, 2019 to notify you that we had received verbal accounts of problems on the cruise. The WHOI investigation was begun by Larry Madin, former DDVPR, but transitioned to Susan Humphris, Interim DDVPR upon Larry Madin's retirement. Both of them partnered with Kathi Benjamin, Senior Director, HR and EEO Officer, for the investigation.

During the investigation, three (3) WHOI employees were interviewed who either were on the cruise, understood dredging, understood protocols while on a Research Vessel and/or duties of a Chief Scientist. One (1) non-WHOI employee who was on the cruise was also interviewed.

During the investigation, we met in-person with or spoke on the phone with four (4) employees of UW who had first-hand knowledge of the events reported in the complaint.

During the investigation, Larry Madin and/or Susan Humphris together with Kathi Benjamin met with you in a series of meetings for over 7-8 hours to ask you questions and allow you the opportunity to provide responses and additional information.

The investigation was paused as Larry Madin was retiring and Susan Humphris was provided adequate time in her transition to Interim DDVPR. The investigation was concluded, and the process was paused to allow the transition to Rick Murray, into his current role as DDVPR.

Contributing factors identified during the course of the WHOI Investigation:

The cruise was difficult due to the limitations on dredging techniques and the complex nature of surveying, dredging, and deploying an AUV on the same cruise. Some of these difficulties could have been avoided by better communications during the pre-cruise planning meetings. There is conflicting information as to whether the dredging techniques were discussed during pre-cruise planning.

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We believe the poor pre-cruise planning led to a high degree of frustration on your part during the cruise which manifested itself in anger that you displayed frequently by openly criticizing the ship, the Captain and its crew. Your behavior created a hostile work environment on the vessel.

We learned that the Port Captain was relatively new to her role, and that you received communications from a confusing number of contacts at UW. However, as Chief Scientist, you should have been on top of cruise planning and worked with UW to sort out the communications channels.

You indicated to us that you had not been Chief Scientist on this type of cruise for 18 years and we believe this likely contributed to your lack of proper preparation and execution as a Chief Scientist. You often referred to your experience of conducting dredging operations over a 43-year period and professed the belief that you knew more about the subject than everybody else did. This arrogance contributed to adversarial relationships when it came to conducting the operations, rather than listening and using diplomacy, or discussing the situation with the Captain.

You were confused about who the MTs report to at sea. You stated that you believed they reported to the Chief Scientist; however, the MTs believed accurately that they reported to the Captain. The sailing orders (of which you had a copy) clearly stated they reported to the Captain. This created a distortion of your expectations of their response to your direction.

Conclusions of the WHOI Investigation:

You have been found to have created a harassing and hostile work environment through a mixture of inappropriate, unprofessional and intimidating behaviors, comments and actions that caused distress and tension throughout the cruise for members of the shipboard scientific party and marine crew. As Chief Scientist, you did not exhibit and model leadership behavior reflective of the position and responsibility of a Chief Scientist. Nearly everyone who was interviewed who was on or closely associated with the cruise shared the unsolicited opinion that you were unprepared to be a Chief Scientist, that proper planning had not occurred, that you communicated poorly, and that you should not be a Chief Scientist going forward.

"Henry escalated the situation out of proportion"

"Nothing even came close to this in my 10 years, if you can't control yourself and get angry - you shouldn't be a chief scientist"

"What made me most upset was how he treated Sonia"

"Scientists would see him coming and leave"

"If you took away this element of poor leadership - I would have said it was a great cruise - he made it a miserable place for a lot of people"

"Never felt like I was trapped before"

"Henry raised his voice, puffed out his chest, was aggressive and belittling"

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As the Chief Scientist, you did not adequately plan for or effectively communicate during the pre-cruise planning phase for the cruise, leaving the Port Captain and others with the perception that you were treating the Port Captain [female] differently than her male counterparts. Although you did not meet the standards expected of a Chief Scientist in planning for a cruise or having clarity in your communications, we did not find these specific actions to be gender based.

You disregarded and openly complained about and challenged the Captain's authority as it related to both dredging technique decisions and safety protocols. You were reported to have said to crew members "this is the worst captain I have ever sailed with". To make a public disparaging statement of the Captain to his own crew while at sea, is both unprofessional, and disruptive to good ship order. Any concerns about shipboard matters should have been discussed with the Captain or simply reported in the PCAR evaluation. You acknowledged that you violated safety protocols, but passed this off to "stupid safety rules".

You made the female tech as well as her male colleagues uncomfortable, leaving them with the impression that your comments and demonstrated behavior toward her were gender-based. You were reported to have made gender-based comments about her ability to perform physical work, you singularly left chocolates at her workspace; and you made gender-based jokes during the course of the cruise, which made people uncomfortable. Two examples:

It was reported that you watched/stared at, and then made the inappropriate comment to, a female tech: "it's really impressive that you are able to move all of that iron around" and made comments about her muscle tone. You did not observe or make a comment like this to male techs leaving the impression that your comments were gender-based. This was reported to have been heard by members of the crew.

You were reported to have made a mistake on berthing assignments assigning a female to share a cabin with a male, and then joked that the male scientist [who was from another country] should wear a dress because you thought his name was female. This made others uncomfortable, was insensitive, and gender based.

During the course of the WHOI investigation, you exhibited prohibited retaliatory behavior. You made accusations to discredit the female tech suggesting she had had inappropriate images on her computer, a claim that was unsubstantiated. You also reported that she shared a cabin with the male Dredging Tech, suggesting they were colluding against you; this was an untrue statement. You suggested that the UW complaint was a retaliatory response on the part of University of Washington because you had complained about the Captain and the Ship in your PCAR evaluation to UNOLS. You also suggested you were going to sue the University of Washington and that you had a lawyer.

You admitted to the possibility that you did comment to a crew member about the previous hostile work environment -sexual harassment investigation that occurred at WHOI, stating you did not agree with the results of that investigation and that you were still upset about that. This was not

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information that should have been shared and you demonstrated poor judgement in doing so. This was also in violation of your prior written warning dated 05-10-17 and inserted by reference below.

Your demeanor during the course of the investigation was typically defiant and non-apologetic. You did not acknowledge or assume responsibility for the behavior that had such an impact on others; rather, you consistently blamed others and blamed circumstances for your inappropriate and disruptive behavior. "I was tired, sleepy and very upset". This lack of self-awareness and introspection compounds the findings of this investigation particularly upon reflection of the earlier incidents and reports of inappropriate behavior in the WHOI workplace as it pertains to working with women.

You have been found to have violated the following Institution policies:

- Code of Conduct
- Harassment (Policy Against)
- Respectful Workplace and Violence Prevention
- Reporting Improper Conduct (mentions retaliation)

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Prior Warning for similar behaviors and inappropriate conduct (inserted below):

To: Henry Dick, Senior Scientist
 From: Kathi Benjamin, Director, Human Resources and EEO Officer
 Rob Evans, PhD – Chair of G&G Department
 Date: 05-10-17
 Subject: Sexually Offensive Conduct
 Cc: File, Larry Madin, Rob Evans, Chris Land

The Institution has recently received multiple reports regarding recent and on-going unwanted conduct and comments you have made of a sexual nature.

The Institution has on file a record of incidents from years past that are of a similar unwanted sexual nature. Such conduct is offensive and unacceptable.

Examples of your Conduct of a Sexual Nature deemed to be unsolicited and unwelcome:

- Gender-based jokes and story-telling
- Sexual comments and innuendos
- Comments about the appearance of some women, including how clothes fit
- Comments about pregnancy and impact on professional career, intertwined with career advice

As a result, the Institution has decided on the following action:

Effective immediately, you are now on an administrative twelve-month (12) Probation which will include:

- Prohibition from participation in interviews of candidates, regardless of whether one-on-one, in a group or at dinners
- Prohibition from voting on new appointments to the scientific staff
- Prohibition adding new students (JP, guest, or volunteer) to any lab, project or program you control
- Monitoring and review of compliance with guidelines, WHOI policies, and training

To be scheduled by Human Resources:

- Sexual Harassment Training and re-training on all related Institutional policies

Important guidance:

- There can be no discussion about these concerns with other employees if such discussion would be uncomfortable or unwanted by the other person.
- There can be NO retaliation by you towards any person as a result of these reports to the Institution. Examples of prohibited retaliation include but are not limited to: writing negative letters of recommendation or withholding such letters, providing/withholding funding, or limiting a person's access to laboratories, field opportunities, or any other scientific data or information.
- No attempt to discern, ascertain, or inquire with WHOI staff or employees who may or may not be the reportees.
- Further offensive behavior could result in a 15% or more reduction in your compensation and loss of eligibility for merit increases.
- Repetition of any such offensive conduct, any egregious conduct, or retaliatory conduct could also lead to immediate termination of appointment.

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Training provided as a result of the Written Warning in May 2017

You were already provided training in May 2017 when WHOI sourced and paid for an outside professional trainer to provide you training about sexual harassment and a respectful work environment as outlined in the Written Warning. The trainer characterized your involvement in the training at that time as "lacking remorse, understanding or responsibility for your actions".

Consequences:

1. You will not be permitted to hold a leadership position such as Chief Scientist on any cruise or research vessel while employed by the Institution.
2. WHOI will report these investigation findings as appropriate and required to NSF and UW.
3. You will receive a 15% decrease in your base compensation as of the next payday following the date this memo is provided to you and we meet. You are not eligible for a merit increase in 2020. Notice of this potential consequence was provided to you in your prior Written Warning.
4. The Institution will source and pay for Anger Management Training and you are required to take the training.
5. You are required to watch the UNOLS "Shipboard Civility – Fostering a Respectful Work Environment" training video. Kathi Benjamin will watch this with you and will be available to respond to any questions you may have.
6. You will not retaliate, nor seek to engage with any personnel aboard TN365 cruise to identify who made statements. This includes WHOI personnel.
7. You are required to read and agree again to adhere to WHOI policies again on respectful work place and harassment. Kathi Benjamin will provide you with copies of these policies and provide an acknowledgement form for you to sign.
8. You are required to view the UW's Title IX Office's "Preventing Sex Discrimination and Sexual Harassment in the Work Environment" online video.
9. **Any future similar or related incidents that violate WHOI, NSF, or UNOLS policies will likely lead to termination of your tenure appointment, as would any violation of the consequences and guidance found herein in this letter.**

Important guidance:

You are prohibited from discussing the complaint, the investigation or consequences with other employees if such discussion would be uncomfortable or unwanted by the other person. This includes discussions with Susan Humphris who presided over a major portion of this investigation as Interim DDVPR and who is a colleague of yours.

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There can be NO retaliation by you towards any person as a result of this investigation, the findings or consequences. Examples of prohibited retaliation include, but are not limited to: making negative or defaming comments about colleagues or crew members on that cruise; writing negative letters of recommendation or withholding such letters; providing/withholding funding, or limiting a person's access to laboratories, field opportunities, or any other scientific data or information.

You are prohibited from attempting to discern, ascertain, or inquire with WHOI staff or employees or anyone involved with the cruise in an attempt to determine who may or may not be the reportees.

Further offensive behavior could result in an additional 15% or more reduction in your compensation and loss of eligibility for merit increase.

Repetition of any such offensive conduct, any egregious conduct, or retaliatory conduct could also lead to termination of your tenure appointment.

You may submit written comments within five [5] business days.

Your signature below simply signifies that you received a copy of this document.

Dr. Henry Dick [Signature]

Date

Presented and witnessed by:

Dr. Richard W. Murray [Signature]

Date

Dr. Susan E. Humphris [Signature]

Date

Kathleen W. Benjamin [Signature]

Date