

Clemson University
Board of Trustees
Enterprise Compliance & Ethics Program Charter

Clemson University is committed to the highest standards of ethical and lawful conduct in all our academic and business activities. To assist with this goal, the Office of University Compliance and Ethics was established and is responsible for developing and maintaining Clemson's compliance and ethics program (Enterprise Compliance & Ethics Program). This charter outlines responsibilities and key aspects of the Enterprise Compliance & Ethics Program.

The **Executive and Audit Committee of the Board of Trustees** provides oversight of the Enterprise Compliance & Ethics Program. The Committee:

- Approves the Enterprise Compliance & Ethics Program Charter and periodically reviews it for continued relevance;
- Exercises reasonable oversight with respect to the implementation and effectiveness of the Enterprise Compliance & Ethics Program;
- Promotes and supports an enterprise-wide culture of ethical and lawful conduct;
- Ensures adequate resources and appropriate authority are provided to the Enterprise Compliance & Ethics Program;
- Receives regular reports from the Chief Ethics and Compliance Officer regarding compliance and ethics concerns and investigations as well as the overall effectiveness of the Enterprise Compliance & Ethics Program.

The **Chief Ethics and Compliance Officer** has overall responsibility for the Enterprise Compliance & Ethics Program and the Office of University Compliance and Ethics. The Chief Ethics and Compliance Officer reports to the Executive Vice President for Finance and Operations and has direct access to the President and to the Executive and Audit Committee of the Board.

The Chief Ethics and Compliance Officer is charged with developing and coordinating implementation of an Enterprise Compliance & Ethics Program that satisfies the elements of an effective compliance and ethics program set forth in the Federal Sentencing Guidelines. In addition, the Chief Ethics and Compliance Officer:

- Leads the development and implementation of standards, policies and procedures related to the various compliance areas in alignment with government laws and regulations
- Reports to the Board and to University leadership when there are compliance and ethics concerns within their areas of responsibility under the Enterprise Compliance & Ethics Program;
- Collaborates with University leadership and with Compliance Partners regarding compliance objectives and to ensure effective compliance activities within their areas of responsibility;
- Monitors compliance activities across the University and evaluates their effectiveness;
- Recommends remedial action in the event of compliance or ethics violations;
- Promotes compliance and ethics through strategic communication and education activities at all levels of the University; and
- Coordinates resolution of issues with senior leadership and/or management of the compliance areas or business units.

University leadership is responsible for promoting a strong culture of compliance and ethics throughout the organization, with shared values and a commitment to the Enterprise Compliance & Ethics Program. The President, the Executive Leadership Team, academic administrators and other managers:

- Align operational activities and strategic plans with the University's Enterprise Compliance & Ethics Program;
- Provide oversight of compliance activities in areas within their reporting structure;
- Promote a "speak up" culture, where employees are encouraged to come forward with concerns and retaliation is not tolerated;
- Demonstrate an explicit and visible commitment to compliance and ethics in all activities; and
- Ensure that misconduct is addressed through appropriate disciplinary action and remedial measures.

Compliance Partners are responsible for program-specific compliance functions (e.g., Research Compliance, Athletics Compliance, etc.). Compliance Partners:

- Provide oversight of compliance in their specific functional area;
- Promote and monitor adherence to the University's compliance and ethics policies and to the laws, rules and regulations that govern their specific functional area;
- Effectively communicate compliance standards and procedures for their specific functional area;
- Investigate compliance concerns and misconduct within the scope of their functional area;
- Recommend corrective action as necessary, arising from compliance reviews or investigations; and
- Collaborate with the Office of University Compliance and Ethics regarding compliance objectives, including training, monitoring and remedial action.

All members of the Clemson University organization and enterprise share responsibility for maintaining an environment of accountability and integrity.

- All employees must obey the laws, rules, regulations and policies applicable to their University activities and must report illegal or unethical action that comes to their attention in a timely manner;
- Supervisors must ensure that employees have the knowledge and skills to fulfill their legal obligations on behalf of the University.
- Supervisors must appropriately address or elevate reported violations or similar issues within their units, including by preventing retaliation;
- All employees must work together to resolve compliance or ethical concerns; and
- As set forth in the Whistleblower Policy, Clemson University will not tolerate any form of retaliation against a member of the University for reporting illegal or unethical conduct.