

Compliance Reporting/Whistleblower Policy

October 30, 2024

The University System of Georgia Foundation, Inc. and its subsidiaries (collectively, the “Foundation”) and its trustees, staff, and volunteers must comply with all applicable laws and regulations in carrying out their duties on behalf of the Foundation. The Foundation will not condone the activities of individuals who achieve results through violation of the law or unethical business dealings. Individuals must ensure that their actions are not and cannot be interpreted as being in contravention of the laws and regulations governing the Foundation’s operations. The Compliance Reporting/Whistleblower Policy serves all members of the Foundation community by providing a safe and reliable means to report concerns that community members may have about conduct at the Foundation.

By following this Policy, you can raise concerns, confidentiality and anonymously if desired, regarding actions or omissions that compromise the Foundation’s working environment and business operations, including fraud, waste, abuse, discrimination, or harassment, free from any retaliation, discrimination or harassment. Fraud, abuse, or malfeasance of any kind compromises our educational mission and our service to the citizens of this state.

Purpose

The purpose and objectives of this Policy are to establish policies and procedures for:

- The submission of concerns regarding unlawful, inappropriate or questionable matters by employees, directors, officers, and other stakeholders of the Foundation, on a confidential, and anonymous basis if desired. The following areas should be reported under this Policy:
 - Suspected violations of the Foundation’s code of conduct, ethical obligations, and policies and procedures;
 - Questionable accounting, violations of internal accounting controls, or any other auditing or financial matters, or the reporting of fraudulent financial information;
 - Suspected violations of law or fraudulent activities other than fraudulent auditing and accounting activities.
- The receipt, retention, investigation and resolution of complaints received by the Foundation.
- The protection of directors, volunteers and employees reporting concerns from retaliatory actions.

Reporting and Investigation

If you believe that any of the above-listed conduct has occurred or you become aware of any evidence of misconduct, fraud and/or dishonesty, you should immediately advise your supervisor, the Chancellor or a member of the Executive team with whom you feel most comfortable, so that the matter can promptly be investigated. If you do not believe your concern is being adequately addressed, or you are not comfortable speaking with one of the above-noted contacts, report your

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concern using one of the methods listed below, through which you may choose to identify yourself or remain anonymous:

USG Internal Audit Team

USG Ethics and Compliance Reporting Hotline: 1-877-516-3466

Receipt of a complaint will be acknowledged to the sender within a reasonable period following receipt if the sender supplied an address for response.

All complaints made in good faith will be taken seriously and will be promptly and thoroughly investigated. The specific action taken in response in any particular case depends on the nature and gravity of the conduct or circumstances reported and the results of the investigation.

Confidentiality

Information disclosed during the course of the investigation will, to the extent practical and appropriate, remain confidential, except as may be reasonably necessary under the circumstances to facilitate the investigation, take remedial action, or comply with applicable law.

No Retaliation

The Foundation strictly prohibits and does not tolerate unlawful retaliation against any member of its community for reporting suspected or actual misconduct described herein in good faith, or otherwise cooperating in an investigation of a complaint. All forms of unlawful retaliation are prohibited, including any form of adverse action, discipline, threats, intimidation, or other form of retaliation for reporting under or complying with this Policy. The Foundation considers retaliation a violation itself, which will result in disciplinary action, up to and including termination of employment or any other relationship with the Foundation.

Individuals who are uncertain about the application or interpretation of any legal requirements should refer the matter to the Foundation attorney who, if necessary, should contact the legal offices of the University System of Georgia.

This policy is in support of:

- **Official Code of Georgia - Annotated:** Public Officers and Employees - Codes of Ethics for government service generally O.C.G.A. §45-10-1; IX. Expose corruption wherever discovered.
- **Official Code of Georgia - Annotated:** Codes of Ethics for boards, commissions, and authorities O.C.G.A. §45-10-3; (5) Expose corruption wherever discovered;

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- **Board Policy Manual:** specifically in sections 8.2.20.5 titled “Code of Conduct”; “Report wrongdoing to the proper authorities; refrain from retaliating against those who do report violations; and cooperate fully with authorized investigations.”
- **Business Procedures Manual:** specifically in section 16.4.2. titled “Duties and Responsibilities”;
- **Association of Governing Board’s (AGB):** Board of Directors’ Whistleblower Policy, <http://agb.org/system/files/u3/WhistleblowerPolicy.pdf>
- **National Council of Nonprofits:** “Whistleblower Protection Policies” <http://www.councilofnonprofits.org/resources/resources-topic/boards-governance/whistleblower-protection-policies>
- **Nonprofit Risk Management Center:** “Whistleblower Protections in the Nonprofit Sector”; <http://www.nonprofitrisk.org/library/articles/employment091005.shtml>