



Charter

This charter identifies the purpose, authority, and responsibilities of the University of South Florida Office of Compliance & Ethics.

I. Purpose

The University of South Florida (USF) Office of Compliance & Ethics (“Compliance & Ethics”) is responsible for the coordination and management of all university compliance and ethics activities. Compliance & Ethics provides assurance to the USF Board of Trustees that such activities are reasonably designed, implemented, enforced, and effective in preventing and detecting violations of law, regulations, and policies, as well as violations of ethical principles of conduct. The mission of Compliance & Ethics is to create, support, and promote a university-wide culture of compliance, ethics, and accountability consistent with the Florida Code of Ethics for Public Officers and Employees (FCOE) contained in Part III, Chapter 112, Florida Statutes; Chapter 8, Part B, Section 2.1(b) of the Federal Sentencing Guidelines Manual (“FSG Manual”); and Florida Board of Governors (BOG) Regulation 4.003.

II. Authority and Governance

Compliance & Ethics reports functionally to the Board of Trustees Audit and Compliance Committee and administratively to the USF President. This reporting relationship ensures the independence of Compliance & Ethics and assures adequate consideration of its compliance and ethics recommendations. The Chief Compliance Officer (CCO) has primary responsibility for managing and coordinating Compliance & Ethics. The CCO and Compliance & Ethics staff have organizational independence and objectivity to perform their responsibilities free from influence.

Compliance & Ethics has full and unrestricted access to all USF functions, including its direct support organizations and practice plans, activities, records, property, information systems, and personnel, including those records or activities exempt from the Public Records laws, needed to fulfill its responsibilities.

Compliance & Ethics is responsible for ensuring confidential records obtained during the course of its activities are adequately secured and are not disclosed without established authority.

III. Responsibilities

Compliance & Ethics is responsible for fulfilling the requirements of an effective compliance program as outlined by the FSG Manual and BOG Regulation 4.003. The CCO and Compliance & Ethics staff shall:

- Develop and implement a program plan. This plan and any subsequent changes shall be approved by the Board of Trustees and a copy provided to the Board of Governors Office, through the Office of the Inspector General and Director of Compliance (OIGC).
- Provide training to USF employees and Board of Trustee members regarding their responsibility and accountability for ethical conduct and compliance with applicable laws, regulations, rules, policies, and procedures.
- Facilitate an external review of the program's design and effectiveness at least once every five (5) years. The first external review shall be initiated within five (5) years from the effective date of BOG Regulation 4.003. The review and any recommendations for improvement will be provided to the Board of Trustees and USF President. The assessment shall be approved by the Board of Trustees with a copy provided to the Board of Governors Office, through the OIGC.
- Administer and publicize, in a manner which promotes visibility, an anonymous "hotline" for individuals to report potential or actual misconduct and violations of university policy, regulations, or law, and ensure that no individual faces retaliation for reporting a potential or actual violation when such report is made in good faith. If the CCO determines the reporting process is being abused by an individual, he or she may recommend actions to prevent such abuse.
- Support and communicate USF policies articulating steps for reporting misconduct and protection from retaliation, including the escalation of alleged misconduct, including criminal conduct, when there are reasonable grounds to believe such conduct has occurred.
- Communicate routinely to the Board of Trustees and USF President regarding program activities and provide an annual report on the effectiveness of the program. Any program plan revisions, based on the CCO's annual report, shall be approved by the Board of Trustees. A copy of the annual report and any program plan revisions shall be provided to the Board of Governors Office, through the OIGC.
- Assist USF in its responsibility to use reasonable efforts to exclude within the university and its affiliated organizations individuals whom it knew or should have known through the exercise of due diligence to have engaged in conduct inconsistent with an effective Program.
- Designate compliance officers for various program areas throughout the university, as either direct reports or accountable reports to the CCO.

Such designations will be based on an assessment of risk in any particular program or area. If so designated, the individual shall coordinate and communicate with the CCO on matters relating to the program.

- Promote and enforce the program, in consultation with the Board of Trustees and USF President, consistently through appropriate incentives and disciplinary measures to encourage a culture of compliance and ethics. Failures in compliance or ethics shall be addressed through appropriate measures, including education or disciplinary action.
- Initiate, conduct, supervise, coordinate, or refer to other appropriate offices (such as Human Resources, the Office of Internal Audit, Title IX-VAWA Compliance, or the Office of the General Counsel) such inquiries, investigations, or reviews deemed appropriate; and in accordance with university regulations and policies, state law, or federal regulations, submit final reports to appropriate action officials.
- Timely notify the Board of Governors Office, through the OIGC, of any significant issues of noncompliance.

To ensure Compliance & Ethics has the capabilities to perform the responsibilities and duties described herein, the CCO will:

- Maintain a professional staff with sufficient size, knowledge, skills, and experience to ensure an effective compliance and ethics program.
- Utilize approved third-party resources as appropriate to supplement programmatic efforts.
- Communicate routinely with the Board of Trustees and USF President regarding Compliance & Ethics activities and perform assessments of programmatic changes and improvements where necessary.

IV. Professional Standards

Compliance & Ethics adheres to the *Florida Code of Ethics for Public Officers and Employees* and the *Code of Professional Ethics for Compliance and Ethics Professionals* adopted by the membership of the Society of Corporate Compliance and Ethics.

V. Charter Review and Approval

The Board of Trustees-approved Compliance & Ethics Charter shall be reviewed at least every three (3) years for consistency with applicable Board of Governors and USF regulations, professional standards, and best practices.

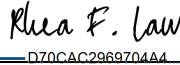
A copy of the approved charter and any subsequent changes shall be provided to the Board of Governors.

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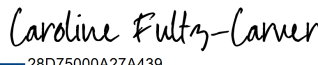
William Weatherford, Chair, USF Board of Trustees

Approved on: Aug 22, 2023

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Rhea F. Law, USF President

Approved on: Aug 22, 2023

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Caroline B. Fultz-Carver, Chief Compliance Officer

Approved on: Aug 22, 2023