



UNIVERSITY SYSTEM OF GEORGIA (USG) **COMPLIANCE CHARTER**

Introduction

The Compliance and Ethics Program promotes an organizational culture that encourages ethical conduct and a commitment to compliance with the law. The Compliance and Ethics Program also assists the Board, the Chancellor, and institution leadership to prevent and detect criminal conduct by USG employees involving USG institutions through exercising due diligence.

Role of the Compliance Function

The USO Compliance and Ethics Program (Compliance) is responsible for directing the University System Office Compliance function which oversees the management of USO-specific compliance risks. Compliance advises the Board, the Chancellor, and System/institution leadership on significant compliance risks and action steps to mitigate significant compliance risks across the USG. The Chief Audit Officer / Associate Vice Chancellor (CAO) is responsible for providing system-wide coordination and support to USG institutional compliance functions. Finally, Compliance may conduct compliance investigations and reviews across the USG as needed to discharge an effective compliance program.

Organizational Responsibilities

1. The CAO is responsible for providing functional coordination and guidance for System-wide compliance activities that include:
 - a) Attend meetings of the Committee and Board as required.
 - b) Oversee the establishment of a USG compliance and ethics function and support the establishment of institutional compliance and ethics functions.
 - c) Periodically report to the Committee on significant compliance and ethics activities.
2. USG compliance and ethics professionals shall implement a compliance and ethics program consistent with the 2010 Federal Sentencing Guidelines definition of an Effective Compliance and Ethics Program. Additionally, compliance and ethics program personnel shall comply with the Code of Ethics for Compliance and Ethics Professionals as adopted by the Society of Corporate Compliance and Ethics.

Compliance and Ethics Program Responsibilities

The compliance and ethics program responsibilities include:

1. Develop and manage a USO compliance function to manage USO-specific compliance risks;
2. Advise the Board, the Chancellor, and institution management on significant campus or USO compliance risks and provide action steps to mitigate significant compliance risks;

3. Coordinate and support USG institutional compliance functions;
4. Conduct compliance investigations and reviews as needed to discharge an effective compliance program.
5. Receive reports of alleged employee malfeasance and forward those reports, in consultation with the USG Chief Legal Officer, to the Attorney General's Office for further investigation.

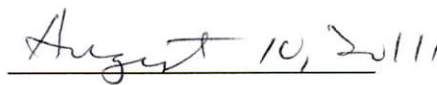
Authorization

To the extent permitted by law, Compliance Program personnel have full access to all activities, records, properties, and personnel within the University System of Georgia. Compliance Program personnel are authorized to review and appraise all policies, plans, and procedures. Documents and other materials provided to Compliance Program personnel will be handled in the same prudent manner as handled by those employees normally accountable for them.

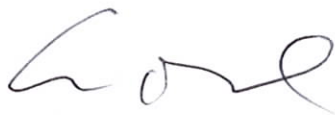
Approved by the Board of Regents of the University System of Georgia on August 10, 2011:



Benjamin J. Tarbutton, III
Chair of the Board of Regents



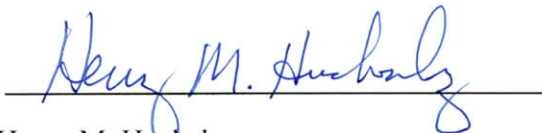
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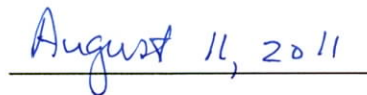
Kenneth R. Bernard, Jr.
Chair of the Committee on Internal Audit,
Risk, and Compliance



Date



Henry M. Huckaby
Chancellor



Date