

Union Presbyterian Seminary Whistleblower Protection / Speak Up Policy

Purpose

Union Presbyterian Seminary (UPSEM) is committed to maintaining the highest standards of honesty, integrity and ethical, moral and legal conduct. In line with that commitment, we expect faculty, staff, volunteers and other members of the UPSEM community to abide by state and federal laws and to conduct all academic, business, religious and financial affairs of the Seminary in an ethical and non-fraudulent manner.

Speaking Up

Employees are potentially the first to realize that there may be something wrong within UPSEM or the actions of a fellow co-worker. However, they may decide not to express their concerns because they feel that speaking up would be disloyal to their colleagues, supervisors, or the Seminary. They may also fear harassment or retaliation. In these circumstances, individuals may feel it would be easier to ignore a concern rather than report what may be a suspicion of wrongdoing.

As such, please know that we expect and encourage all faculty, staff, volunteers and others with whom we deal who have serious concerns about any aspect of UPSEM's work to come forward and voice those issues. Further, this Speak Up policy applies to all directors, officers, faculty members, staff, contractors, suppliers and volunteers working for or who do business with UPSEM.

What Is Wrongdoing?

Wrongdoing involves any behavior that is unlawful, unethical or involves a conflict of interest. Such actions can include but are not limited to:

- Knowingly or unwittingly violating federal or state laws or regulations;
- Breach of or failure to implement or comply with any approved UPSEM policy, including any code of ethics and conduct;
- Questionable accounting or auditing practices;
- Dangerous practices likely to cause physical harm, including damage to any person or property;
- Failure to rectify or take reasonable steps to report a matter likely to give rise to a significant and avoidable cost or loss to UPSEM; and
- Behavior that involves or leads to a conflict of interest.

How Are You Protected?

Individuals who report concerns (or who participate in the investigation of such matters) in good faith to appropriate individuals at UPSEM can do so without fear of retaliation, subsequent discrimination or disadvantage. This Speak Up policy is intended to encourage members of the UPSEM community to raise concerns within UPSEM rather than overlooking a problem.

Further, retaliation is itself a separate, serious violation and should be reported in the same manner as other forms of misconduct. If UPSEM determines that retaliation has occurred, the Seminary will take appropriate corrective action, up to and including dismissal.

Whom Should You Contact?

Anyone with a complaint or concern about any wrongdoing involving UPSEM or members of the UPSEM community should contact their supervisor or the Seminary's chief compliance officer, the Vice President for Finance & Administration. (Michael B. Cashwell, Watts Hall, 804.278.4205, mcashwell@upsem.edu.) However, if a complainant is uncomfortable using one of these resources, or if the matter at issue involves complainant's supervisor or the compliance officer, then one may report a concern to the Seminary President (Dr. Brian K. Blount, Watts Hall, 804.278.4207, bblount@upsem.edu) or the Chair of the Audit Committee for the Board of Trustees (upsemauditchair@gmail.com). Further, if the matter at issue involves questionable accounting or auditing practices or financial improprieties, one should report that concern directly to the Chair of the Audit Committee (upsemauditchair@gmail.com).

How Will UPSEM Respond?

UPSEM will review and/or investigate concerns in line with established procedures, and action will be taken to address issues as deemed appropriate by management. In order to protect individuals and those accused of possible misconduct, initial inquiries will be made to decide whether an investigation or review is appropriate and, if so, what form it should take. Thus, you should know that UPSEM's initial checking into concerns is not the same as either accepting or rejecting them.

Any individual who may be implicated in a concern at issue shall not participate in any deliberation of management or the Board of Directors regarding such matters, except to present information on his or her own behalf as part of the review. Further, the compliance officer or President shall notify the Audit Committee Chair and Business & Finance Committee Chair as soon as possible of any concern or complaint regarding Seminary accounting practices, finances, internal controls or auditing.

Confidentiality

The Seminary respects the confidentiality of all those who raise concerns at UPSEM, including a person's desire to remain anonymous. Thus, during the investigative process, information will be shared only for purposes of investigating or addressing a complaint so as to be sensitive to the privacy concerns of all involved.

Under certain circumstances, UPSEM may be compelled or need to determine the identity of the person who made a complaint and/or to disclose the content of a complaint and any information that the Seminary learns as a result of its inquiry. For example, UPSEM may have an affirmative legal obligation to disclose certain information to a regulator, accreditation agency, or governmental authorities. UPSEM may also need to disclose certain facts in order to fairly investigate a concern.

As a result, although one may request confidentiality and even anonymity in reporting wrongdoing, in some circumstances the Seminary may need to determine the identity of an individual or disclose certain information on a need-to-know basis or where otherwise required. Further, as a practical matter, individuals should recognize that UPSEM may be unable to fully evaluate a vague or general complaint or to follow up on and verify concerns if the person raising an issue is not prepared to give his or her name.

False and Malicious Allegations

UPSEM is proud of its reputation for the highest standards of honesty and Christian conduct. Also, as noted above, the Seminary prohibits retaliation against individuals for making good faith complaint or reports under this Speak Up policy or for providing information in any official inquiry or investigation. This protection extends to those individuals whose allegations are made in good faith but are later shown to be mistaken. However, it is important to realize that false accusations under this policy and the providing of false or malicious information in an investigation can have a serious effect on

innocent persons. UPSEM, therefore, reserves the right to discipline persons who make bad faith, knowingly false, or malicious complaints, reports or inquiries, who engage in retaliation, or who otherwise abuse this policy.