



CODE OF ETHICS

I. General Principles and Guidelines

A. Introduction

As members of the Centenary University community, all officers, faculty, staff members and student workers are responsible for conducting themselves with the highest ethical standards. The University values integrity, honesty and fairness and strives to integrate these values into its teaching, scholarship, business practices, and daily interactions among all members of the campus community. Persons representing the University must conduct themselves at all times with the highest ethical standards and in a manner that will withstand the sharpest scrutiny.

B. Purpose and Intent

This Code of Ethics describes standards to guide us in our daily University activities.

In many cases these standards are already found in existing University policies and are being followed. A key purpose of the Code of Ethics is to commit all applicable standards to writing and to ensure that they are understood and followed by the community. It is the responsibility of all members of the Centenary University community to read the Centenary University Code of Ethics and to disclose potential or actual conflicts of interest described under Section II-A. The Executive Staff is responsible for promoting the understanding of and compliance with the Code of Ethics.

The Centenary University Code of Ethics is a shared statement of our commitment to upholding the ethical, professional and legal standards we use as the basis for our daily and long-term decisions and actions. We are each individually accountable for our own actions and, as members of the University community, are collectively accountable for upholding these standards of behavior and for compliance with all applicable laws and regulations.

Centenary University recognizes that the ultimate decision regarding an individual's personal conduct must be made by that individual, and that a formal Code of Ethics will not prevent willful unethical or illegal actions by any person. By clearly setting forth the standards of behavior that the University expects from all members of its community, it is believed that the potential for unethical behavior will be minimized and that questionable actions/situations will be brought to the attention of a responsible supervisor.

C. Applicability

This Code applies to the following members of the Centenary University community:

- Individuals who have an employment relationship with Centenary University whether full-time, part-time or per diem, including faculty, staff and students;
- Consultants, vendors and contractors that have an ongoing business relationship with Centenary University; and
- Individuals who perform services for Centenary University as volunteers.
- The Centenary University student body is required to abide by the Student Code of Conduct which is distributed annually by the Office of the Dean of Students. However, students who perform services as employees or volunteers must also comply with this Code of Ethics.

- Members of the Board of Trustees of the University are governed by the conflict of interest provision and other ethical guidelines applicable to Board members and are not subject to this Code of Ethics.

D. Commitment to Integrity and Ethical Conduct

The Centenary University Civility Statement states:

Civility Statement

Centenary University is committed to the ongoing challenge of creating and sustaining a civil and inclusive climate that is welcoming, respectful and broadens our understanding of people whose identities, perspectives and experiences may differ in age, socioeconomic class, color, culture, ability, ethnicity, family structure, marital status, gender, gender identity and expression, national origin, immigration status, political ideology, race, religion, sex, sexual orientation and physical appearance.

We expect:

- All members of our community will strive to recognize and affirm the inherent dignity and worth of all people.
- That the free expression, exploration and exchange of ideas will be encouraged in an atmosphere of academic freedom that is considerate and tolerant of others' beliefs.
- Our campus to be safe and free of incidents that create a demeaning or hostile environment.

These values are to be reflected in the classroom as well as in the broader working and living environments at Centenary. All members of our community are expected to act with integrity, to model these standards and to hold ourselves and one another accountable for our actions and our words.

The University is committed to maintaining a reputation for the highest ethical and professional standards of conduct. To maintain these standards, the University relies on each community member's commitment to ethical behavior, honesty, integrity and good judgment. Each member of the Centenary University community should demonstrate respect for the rights of others. Members of the community must strive at all times to maintain the highest standards of integrity and ethical conduct in all situations and all relationships. Each individual is expected to conduct University business transactions with the utmost honesty, accuracy and fairness. Each situation needs to be examined in accordance with this standard. No unethical practice can be tolerated on the grounds that it is “customary” outside of Centenary University or that it serves other goals. Expediency should never compromise integrity.

II. Work Environment

A. Conflict of Interest

The term “conflict of interest” pertains to situations in which financial or other personal considerations compromise, or have the appearance of compromising, an individual’s professional judgment and ability to perform his or her responsibilities at Centenary University. All individuals who are covered under this Code, especially persons occupying positions listed in section B below, should consider not only situations that are unacceptable, but also those situations that might involve the appearance of a conflict. The mere appearance of a conflict may be just as serious and potentially damaging as an actual bias in professional judgment. A member of the University community may not profit or gain an unfair advantage at the expense of the well-being of the University as outlined below:

- Members of the University community may not have a direct or indirect, financial or proprietary interest of any nature that is in conflict with the proper discharge of the community member's duties.
- A member of the University community shall not accept or solicit any gift, favor or service that might reasonably influence the community member in the discharge of his or her duties or that the community member knows or should know is being offered with the intent to influence his or her official conduct.
- A member of the University community shall not accept other employment or engage in any business or professional activity that he or she might reasonably expect would require or induce the employee to disclose confidential information acquired by reason of the community member's official position.
- No member of the University community shall disclose confidential information gained by reason of his or her official position and/or otherwise use such information for his or her personal gain or benefit.
- No member of the University community shall transact any business in his or her official capacity with any external business entity of which the employee, or a member of the employee's immediate family, is an officer, agent or member, or in which the employee, or a member of the employee's immediate family, has a financial interest. Immediate family is defined in the Nepotism Section.
- Members of the University community must disclose conflicts of interest as soon as possible after they realize that an actual conflict or potential conflict may exist. For example, an employee who is asked to serve as a member of the Board of Directors of an entity doing or seeking to do business with the University must immediately notify his or her supervisor at the University.
- If a conflict or potential conflict of interest is reported and has been acknowledged by the employee's department head, it is required that the conflict or the potential conflict be reported by the department head to Human Resources and the Chief Financial Officer who will review the situation and make a determination if an actual or potential conflict exists and monitor it until it is resolved.

B. Disclosure Guidelines

The President and members of the Cabinet and selected staff, as defined below, are responsible for filing an annual disclosure statement to disclose all business interests, affiliations and/or relationships that could reasonably give rise to a conflict of interest involving the University. Conflict of Interest Disclosure Statements are distributed by the Director of Human Resources, who is responsible for ensuring that statements are completed and returned each year. Members of the Centenary University community who become involved in potential conflict of interest situations must complete a Conflict-of-Interest Disclosure Statement at the time they become aware of the potential for a conflict of interest. A Disclosure Statement that pertains to administrators, faculty and staff is attached as Appendix I.

Selected Staff are the Controller and the accounting staff, Director of Budgeting, Director of Student Accounts, Director of Marketing, Director of Facilities, Director of Financial Aid, Director of Athletics, Manager of Purchasing, Director of Campus Safety, and others as determined by the Director of Human Resources and the Chief Financial Officer.

C. Gifts and Gratuities

External constituents sometimes offer gifts, also referred to as gratuities, in an attempt to influence an employee's conduct in relationship to the gift giver. In order to avoid a conflict of interest or the appearance of a conflict of interest, at no time should an employee solicit or accept gifts, i.e., tickets to sporting, musical and/or theatre events (this list is not all inclusive) from a vendor or contractor or from a potential vendor or contractor. No gift valued at \$50.00 or more can be accepted by University employees, and any gift valued at \$50.00 or more should be returned immediately to the donor. Acceptance of social invitations from individuals doing business with, or seeking to do business with Centenary University when such invitations can be construed as an intention to influence an employee's decision, and the cost to the host of such entertainment would appear to be excessive, is prohibited. Gifts of money to an employee in any amount cannot be accepted at any time and should be returned immediately to the donor.

Ordinary business courtesies, such as complimentary text books or payment for a modest lunch or dinner, are acceptable. Gifts which are promotional items without significant value, and which are distributed routinely by a vendor to clients, are also acceptable.

While it may sometimes be difficult to judge the value of gifts offered to University employees, it is also important to consider the appearance of impropriety. University employees should refrain from accepting gifts when the gifts give the appearance of impropriety. The respective department head should be consulted by any member of the community who is unsure about the appropriateness of accepting gifts or social invitations.

It is the responsibility of each member of the University community to report in writing any gift or solicitation to his/her supervisor even if the gift is returned or the solicitation has been rejected.

D. Nepotism

Members of immediate families and other relatives of Centenary University faculty and staff may be employed in any department within the University. However, related persons shall not be employed in a situation where one relative exercises either direct or indirect supervision over the other, including student employment. For purposes of this policy, immediate family includes, spouse, parent, child, sibling, in-law, aunt, uncle, niece, nephew, grandparent, grandchild and members of a household.

E. Sponsored Research Grants and Contracts

The University receives grants and contracts from federal and non-federal sources. Faculty and staff who are involved in federally sponsored research must strictly follow federal rules and regulations related to that work. Failure to observe government rules and regulations can result in the loss of funds from grants and contracts, and, in some instances, civil fines and criminal penalties. The University's capacity to receive future grant awards may also be negatively affected. With respect to grants and contracts from non-federal sources, faculty and staff must comply with applicable regulations and requirements. In all

cases, award recipients must adhere to all University policies pertaining to grants and contracts found in the University Relations Gift Acceptance Guidelines Manual.

F. Outside Employment/Conflict of Commitment

Centenary University respects the rights of an employee to engage in activities of his or her choice, both within and outside the University, as long as those activities do not adversely affect Centenary University. Outside professional commitments should not interfere with a community member's obligations to the University. No member of the University community shall accept outside employment that actually or potentially results in any conflict of interest with or intrudes upon or detracts from the fulfillment of his or her responsibilities to the University, or the programs, policies and objectives of Centenary University. An employee considering outside employment is required to disclose fully the prospective employment in writing to his or her Department Chair (for faculty) or Department Head (for staff) with a copy to Human Resources before accepting such employment. An employee may ordinarily expect to be granted the right of outside employment provided that such duties do not conflict with the provisions of this Code.

A Department Chair (faculty) or Department Head (staff) who denies a request based on a conflict with the Code will provide a written reason, with a copy to the Director of Human Resources, for the denial. Human Resources reserves the right to further review all outside employment requests and denials.

G. Equal Employment, Harassment/Discrimination and Related Laws and Regulations

Centenary University is committed to a work environment free of harassment and disruptive behavior, and to providing an equal opportunity work environment where every member of the University community is treated with fairness, dignity and respect. No one shall discriminate against any individual on the basis of race, color, religion, sex, age, disability, national origin, sexual preference, genetic information or any other factor prohibited by law. A detailed Anti-Harassment, Discrimination and Retaliation Policy can be found in the online Employee Handbook. All members of the University community, especially supervisors, must be familiar with laws, regulations and policies specifically related to employment matters including equal employment opportunity and harassment.

H. Confidentiality of University Documents and Records

The University maintains confidential records for a variety of business needs. Records may include detailed information about students, parents, job applicants, employees, alumni, donors, institutional finances and University planning initiatives. Many records are required to be kept confidential as a matter of federal and state law and/or to protect the privacy of individuals associated with or doing business with the University.

Members of the Centenary University community must protect confidential information from the access or view of unauthorized persons, for securing it properly when not in use and discussing it only with those who have a legitimate business need to know. A community member who is uncertain about the use of University records and information should contact his or her Department Head.

I. Integrity and Accuracy of University Documents and Records

Every member of the University community is responsible, within the scope of his/her work, for the integrity and accuracy of the University's documents and records. Anyone who intentionally falsifies or improperly alters information on any institutional record or document will be subject to disciplinary actions up to and including termination of employment and may be subject to civil or criminal actions in state or federal courts. University documents and records are retained in accordance with the law and the University's record retention requirements.

III. Obligation to Report Suspected Violations; Whistleblower Policy and Consequences of Violation of the Code of Ethics

A. Reporting

Each member of the Centenary University community is responsible to report actual or perceived violations of the Code of Ethics that come to his or her attention which he or she reasonably believes violates the law or University policy. Reports of suspected violations of these standards should be made promptly in writing and signed by the individual making the report.

A confidential procedure for reporting improprieties in accounting, auditing or internal controls practices has been implemented as part of the University's compliance with key provisions of GAAP, Generally Accepted Accounting Principles. Individuals who wish to report any concern they might have about accounting, auditing or internal control practices are asked to follow the procedure outlined in Appendix 3. Suspected violations of all other matters should be made as outlined in Appendix 2. Individuals who elect to report their concerns can be assured that their information will be treated confidentially and such action will in no way jeopardize their standing at the University.

Reports will be impartially and confidentially investigated by either the Human Resources Department, the Finance Department, Security, Title IX Coordinator or the University's external auditor depending on the nature of the complaint. Centenary University will protect from retaliation anyone who makes a good faith effort to disclose appropriately any real or perceived wrongdoing. However, the University reserves the right to deal with malicious or frivolous allegations through appropriate disciplinary procedures.

The University also maintains an anonymous toll-free hotline 800-401-8004 (English speaking), 800-216-1288 (Spanish speaking); website: <https://www.lighthouse-services.com/CentenaryUniversity>; email: reports@lighthouse-services.com or fax: 215-689-3885 where a complaint or violation may be reported.

All members of the University community are required to cooperate in investigations of possible violations.

B. Reporting of Wrongful Conduct (Whistleblower Policy)

1. Statement of Purpose

Centenary University employees are expected to abide by state and federal laws and regulations as well as University policies. Furthermore, a Centenary University employee cannot be compelled by a supervisor or University official to violate the law or University policy.

Centenary University has established procedures for handling a good faith report of wrongful conduct as set forth in Section III(A) above and for responding to complaints of retaliation against individuals who make such reports.

2. Definition of Wrongful Conduct

Wrongful Conduct is defined in this policy to be:

- a. A violation of applicable state and/or federal laws and regulations.
- b. A serious violation of Centenary University policy.
- c. A conflict of interest, as described in this Code of Ethics.
- d. The use of Centenary University property, resources, or authority for personal gain or other non- University related purpose.
- e. Improprieties in accounting, auditing, or internal control practices.

3. Definition of Good Faith Report

“Good Faith Report” is defined in this policy to be an allegation of Wrongful Conduct made by an individual who believes that Wrongful Conduct may have occurred. An allegation is not in good faith if it is made with reckless disregard or willful ignorance of facts that would disprove the allegation. The University reserves the right to deal with persons who make malicious or frivolous allegations through appropriate disciplinary procedures.

C. Consequences of Violation

Violations of the Code of Ethics will be considered under the University’s established disciplinary practices and procedures as outlined in the Employee Handbook, Student Handbook, or any other document to which the violator’s employment is subject. A violation of the Code includes the failure to report a suspected violation, the withholding of information relating to a violation or the failure to cooperate in an investigation of a suspected violation.

Violations may carry disciplinary consequences, up to and including termination from employment, based on the circumstances and severity of the violations. Such violations may also subject individuals to civil or criminal actions in state or federal courts.

Appendix 1

CENTENARY UNIVERSITY

Conflict of Interest

Disclosure Statement

A conflict of interest exists in any situation in which a person having official responsibilities for Centenary University is empowered to make decisions on behalf of the University and who, as a result of that authority, can potentially benefit personally, directly or indirectly, from any entity or person conducting business with the University. In accordance with the "Code of Ethics," this disclosure statement must be completed and submitted for review. I attest that I have read the Conflict of Interest section of the "Code of Ethics" of Centenary University and understand the concept of conflict of interest and am familiar with the required disclosure by affected employees of actual or potential conflict of interest situations.

I am hereby disclosing that:

a) I have no actual or potential conflict of interest (check box)

OR

b) All actual or potential conflicts of interest arising from any business interests, affiliations, and/or relationships and those of my family, no matter how small or insignificant, are described below:

Print name

Title

Signature

Date

RETURN SIGNED ORIGINAL TO:

Director of Human Resources

Appendix 2

CENTENARY UNIVERSITY

CONFIDENTIAL REPORT PROCEDURE

FOR

SUSPECTED CODE OF ETHICS VIOLATIONS

A report of suspected Code violation should be made promptly in writing and signed by the individual making the report. Reports of Code violations will be confidentially reviewed and investigated by the Office of Human Resources, the University's external auditor or any other person which the University deems appropriate. The University will protect from retaliation anyone who makes a good faith effort to appropriately disclose actual or perceived violations.

Reports can be submitted to any one of the individuals listed below:

Dale Caldwell
President
Centenary University
400 Jefferson Street
Hackettstown, NJ 07840
(908) 852-1400

Dale.Caldwell@CentenaryUniversity.edu

Denton Stargel
Vice President for Finance/CFO
Centenary University
400 Jefferson Street
Hackettstown, NJ 07840
(908) 852-1400

Denton.Stargel@CentenaryUniversity.edu

Karolina Wolfe
Vice President & Chief Operating Officer
Centenary University
400 Jefferson Street
Hackettstown, NJ 07840
(908) 852-1400

Karolina.Wolfe@CentenaryUniversity.edu

Christine Rosado
Director of Human Resources
Centenary University
400 Jefferson Street
Hackettstown, NJ 07840
(908) 852-1400

Christine.Rosado@CentenaryUniversity.edu

A supervisor to whom a report of a violation is made is obligated to report the violation to one of the individuals listed.

Appendix 3

CENTENARY UNIVERSITY

CONFIDENTIAL PROCEDURE FOR REPORTING SUSPECTED

WRONGFUL CONDUCT OR IMPROPRIETIES IN

ACCOUNTING, AUDITING OR INTERNAL CONTROL PRACTICES

Any member of the Centenary University Community who has concerns about possible wrongful conduct or improprieties in accounting, auditing, or internal control practices or processes should report such concerns in writing with as much detail as possible to any of the individuals listed below. The written report should be signed by the reporting individual. Reports of violations will be confidentiality reviewed or investigated by the persons the University deems appropriate. The University will protect from retaliation anyone who makes a good faith effort to disclose appropriately an alleged impropriety.

Joyce Hansen
Audit Chair
18 Bedford Drive
Skillman, NJ 08558
(908) 635-3705
Joyce.Hansen@CentenaryUniversity.edu

Joseph Russell
Centenary University External Auditor
Partner at PKF O'Connor Davies
300 Tice Boulevard, Suite 315
Woodcliff Lake, NJ 07677
(201) 712-9800
jrussell@pkfod.com

Dale Caldwell
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