Rochester Institute of Technology  
Compliance Committee Charter

Rochester Institute of Technology ("RIT" or the "University") recognizes that building and maintaining a culture of compliance, ethics, and integrity are shared responsibilities and require commitments from all members of the RIT community. RIT adopted the Compliance Policy and Code of Ethical Conduct [http://www.rit.edu/academicaffairs/policiesmanual/sectionC/C0.html](http://www.rit.edu/academicaffairs/policiesmanual/sectionC/C0.html), effective December 9, 2010, which is designed to guide all members of the RIT community in their daily conduct in all RIT-related activities. The Compliance Program and Procedure (the "Program"), effective as of July 1, 2011, is a means to implement the Compliance Policy and Code of Ethical Conduct, and to promote ethical conduct and compliance across the entire RIT community.

The Compliance Committee, constituted pursuant to the Compliance Policy and Code of Ethical Conduct and the Compliance Program and Procedure, is commissioned by the President of RIT to assist the Chief Risk and Compliance Officer ("CRCO") and the Audit Committee of the Board of Trustees in fulfilling their oversight responsibilities concerning compliance and ethics at RIT.

The CRCO and his or her designee have the authority to review all documents and other information that are relevant to compliance activities.

**A. RESPONSIBILITIES:**

The Compliance Committee shall be responsible for ensuring that the Program meets its objective by providing advice, guidance, and support in the operation of the Program. The Compliance Committee will work together with the CRCO with all aspects of the implementation of the Program, and shall fulfill its responsibilities by:

- Working closely with the CRCO and the Office of Institute Audit, Compliance and Advisement ("IACA") to ensure University-wide compliance with relevant state and federal laws impacting the RIT community;

- Reviewing and approving the Program and other key supporting documents regarding or relating to the Program;

- Examining RIT’s system of internal controls over legal compliance and ethics and ensuring that they are current with changing laws, regulations and practices;

- Encouraging faculty and staff towards compliance with and adherence to pertinent laws, regulations, policies, procedures and practices;

- Maintaining awareness of the compliance audit and training activities;
• Providing a forum for communication among the various units and programs within RIT for issues relevant to compliance, ethics and the Program;

• Appointing subcommittees, as necessary, to report to the full Compliance Committee on concerns within their programs and divisional units.

B. COMPOSITION:

The Compliance Committee shall be comprised of administrators having responsibilities in the major compliance areas at the University, including but not limited to, employment, research, student affairs, facilities, and finance. Such individuals are best suited to maintain the necessary understanding and oversight of the regulations and requirements in the areas under their direction, as well as emerging compliance issues.

The members of the Compliance Committee shall be appointed by the President of RIT, and shall include the following individuals or their designees:

• Chief Risk and Compliance Officer
• Vice President for Finance and Administration
• Vice President for Student Affairs
• Vice President for Research
• Provost and Vice President for Academic Affairs
• Chief Legal Officer
• Controller and Assistant Treasurer
• Associate Risk and Compliance Officer
• Assistant Vice President of Human Resources
• Director of Policy Review and Development
• Vice President, Enrollment Management and Career Services
• Assistant Vice President of Institute Audit, Compliance and Advisement

A quorum for any meeting will be two-thirds (2/3) of the Compliance Committee members. All members of the Compliance Committee shall have a working familiarity with basic principles of compliance and ethics. Generally, each committee member shall be independent and free from any relationship that would interfere with the exercise of independent judgment as a member of the Compliance Committee. However, should an issue arise where any member recognizes a conflict, that member will disclose such conflict and recuse him/herself from discussions on the topic.

C. MEETINGS:

The Compliance Committee shall meet at least four times per year, or more frequently as circumstances dictate.
D. DUTIES:

The Compliance Committee shall review, discuss, and approve the Program annually, which shall include:

- Risk assessment;
- Compliance training program(s);
- Compliance policies and procedures;
- Confidential disclosure program and related investigation procedures;
- Review of ongoing Program activities;
- Review of any compliance reports, concerns, risks and trends;
- Review of regular internal reports to management on audits, investigations, control systems, and risk areas for compliance prepared by IACA;
- Review of reports and findings of independent audits of RIT’s internal controls regarding grants and contracts;
- Reviewing and addressing, as appropriate, any concerns raised by the independent auditors;
- Performing any other activities consistent with this Charter, as this Committee or the Audit Committee of the Boards deem necessary or appropriate; and
- Reviewing and updating this Charter, as conditions dictate, but no longer than every five years.

Recommended by Compliance Committee:

[Signature] July 1, 2011

Dr. James Watters,
Sr. Vice President Finance and Administration
Compliance Committee Co-Chair

Accepted by the President:

[Signature] July 1, 2011

Dr. William Destler
President