VIRGINIA MILITARY INSTITUTE
Lexington, Virginia

GENERAL ORDER)
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CODE OF ETHICS

A. Statement of Ethical Values

Members of the Virginia Military Institute community are committed to the highest ethical standards in furtherance of our mission. Our policies and procedures provide guidance for application of the ethical values stated below in our daily life and work as members of this community.

We are committed to:

Honor:
We will support the Cadet Honor System.

Integrity:
We will conduct ourselves with integrity in our dealings with and on behalf of the Institute.

Accountability:
We will be accountable as individuals and as members of this community for our ethical conduct and for compliance with applicable laws and Institute policies and procedures.

Respect:
We will respect the rights and dignity of others.

B. Standards of Ethical Conduct

Purpose:
Pursuit of the VMI mission requires a commitment to ethical conduct in all Institute activities. In that spirit, the *Standards of Ethical Conduct* is a statement of our belief in ethical, legal and professional behavior in all of our dealings inside and outside the Institute.

Applicability:
The *Standards of Ethical Conduct* apply to all members of the VMI community, including the Board of Visitors, administrators, faculty and other academic personnel, staff, cadets, volunteers, contractors, agents and others associated with the Institute.

Standards*:*

1. Fair Dealing
Members of the VMI community are expected to conduct themselves ethically, honestly, and with integrity in all dealings. This means principles of fairness, good faith, and respect

consistent with laws, regulations, and Institute policies that govern our conduct with others both inside and outside the community. Each situation should be examined in accordance with the *Standards of Ethical Conduct*. No unlawful practice or a practice at odds with these standards can be justified on the basis of customary practice, expediency, or achieving a "higher" purpose.

2. Individual Responsibility and Accountability
Members of the VMI community are expected to exercise responsibility appropriate to their position and delegated authorities. They are responsible to each other, the Institute and the Institute's stakeholders both for their actions and their decisions not to act. Each individual is expected to conduct the business of VMI in accordance with the *Standards of Ethical Conduct*, exercising sound judgment and serving the best interests of VMI and the community.

3. Respect for Others
VMI is committed to the principle of treating each community member with respect and dignity. VMI prohibits discrimination and harassment and provides equal opportunities for all community members. The Institute is committed to creating a safe and drug free workplace. The VMI Equity Committee serves as a barometer to monitor issues that affect this standard. The Equity Committee meets regularly to provide a forum in which to address any equity-related issue or concern that is submitted for review, and to recommend a resolution to the Superintendent.

4. Compliance with Applicable Laws and Regulations
Institutions of higher education are subject to many of the same laws and regulations as other enterprises, as well as those particular to public entities. There are also additional requirements unique to higher education. Members of the VMI community are expected to become familiar with the laws and regulations bearing on their areas of responsibility. Many but not all legal requirements are embodied in Institute policies. VMI business is to be conducted in conformance with legal requirements, including contractual commitments undertaken by individuals authorized to bind the Institute to such commitments.

5. Compliance with Applicable Institute Policies, Procedures and Other Forms of Guidance
VMI policies and procedures are designed to inform our everyday responsibilities, to set minimum standards and to give VMI community members notice of expectations. Members of the VMI community are expected to transact all Institute business in conformance with policies and procedures and accordingly have an obligation to become familiar with those that bear on their areas of responsibility. Each member is expected to seek clarification on a policy or other VMI directive he or she finds to be unclear, outdated or at odds with VMI objectives. It is not acceptable to ignore or disobey policies if one is not in agreement with them, or to avoid compliance by deliberately seeking loopholes. In some cases, VMI employees are also governed by ethical codes or standards of their professions or disciplines. It is expected that those employees will comply with applicable professional standards in addition to laws and regulations.

6. Conflicts of Interest
Employee members of the VMI community are expected to devote primary professional allegiance to the Institute. Outside employment must not interfere with VMI duties. Outside professional activities, personal financial interests, or acceptance of benefits from third parties can create actual or perceived conflicts between VMI's mission and the private interests of an employee or member of the Board of Visitors, as fully detailed in the State and Local Government Conflict of Interests Act, Virginia Code Section 2.2-3100, *et. seq*. VMI community members who have certain professional or financial interests are expected to disclose them in compliance with the State and Local Government Conflict of Interests Act. In all matters, community members are expected to take appropriate steps, including consultation if issues are unclear, to avoid both conflicts of interest and the appearance of such conflicts.

7. Ethical Conduct of Research
All members of the VMI community engaged in research are expected to conduct their research with integrity and intellectual honesty at all times. Members of the VMI community engaged in research are not to: fabricate data or results; change or knowingly omit data or results to misrepresent results in the research record; or intentionally misappropriate the ideas, writings, research, or findings of others. All those engaged in research are expected to pursue the advancement of knowledge while meeting the highest standards of honesty, accuracy, and objectivity. They are also expected to demonstrate accountability for sponsors' funds and to comply with specific terms and conditions of contracts and grants.

8. Records: Confidentiality/Privacy and Access
VMI is the custodian of many types of information, including that which is confidential, proprietary and private. Individuals who have access to such information are expected to be familiar and to comply with applicable laws, VMI policies, procedures, and agreements pertaining to access, use, protection and disclosure of such information. Computer security and privacy are also subject to law and VMI policy. The public right to information access and the individual's right to privacy are both governed by state and federal law, as well as by VMI policies and procedures. The legal provisions and the policies are based upon the principle that access to information concerning the conduct of the people's business is a fundamental and necessary right of every person, as is the right of individuals to privacy. Members of the VMI community will be mindful of the obligations imposed under the Virginia Freedom of Information Act, Virginia Code Section 2.2-3700, *et. seq.*

9. Internal Controls
Internal controls are the processes employed to help ensure that the Institute's business is carried out in accordance with these *Standards*, VMI policies and procedures, applicable laws and regulations and sound business practices. They help to promote efficient operations, accurate financial reporting, protection of assets and responsible fiscal management. All members of the VMI community are responsible for internal controls. Each business unit or department head is specifically responsible for ensuring that internal controls are established, properly documented, and maintained for activities within their jurisdiction. Any individual entrusted with funds is

responsible for ensuring that adequate internal controls exist over the use and accountability of such funds.

10. Use of Institute Resources
VMI resources may only be used for activities on behalf of the Institute. They may not be used for private gain or personal purposes except in limited circumstances permitted by existing policy where incidental personal use does not conflict with and is reasonable in relation to VMI duties. Members of the VMI community are expected to treat VMI property with care and to adhere to laws, policies and procedures for the acquisition, use, maintenance, record keeping and disposal of VMI property. For purposes of applying this policy, *VMI resources* is defined to include but not be limited to the following:

- Cash, and other assets whether tangible or intangible;
- Receivables and other rights or claims against third parties;
- Intellectual property rights;
- Effort of VMI personnel and of any non-VMI entity billing the Institute for effort;
- Facilities and the rights to use of Institute facilities;
- The Institute's name;
- Institute records, including cadet records; and
- VMI information technology infrastructure.

11. Financial Reporting
All VMI accounting and financial records, tax reports, expense reports, time sheets, and other documents must be accurate, clear and complete. All published financial reports will make full, fair, accurate, timely and understandable disclosures as required under generally accepted accounting principles for government entities, bond covenant agreements and other requirements. Certain individuals with responsibility for the preparation of financial statements and disclosures, or elements thereof, may be required to make certifications in support of the *Standards*.

12. Reporting Violations and Protection from Retaliation
Members of the VMI community are strongly encouraged to report all known or suspected improper activities. Managers and persons in supervisory roles are required to report allegations presented to them and to report suspected activities that come to their attention in the ordinary course of performing their supervisory duties. Reporting parties, including managers and supervisors, will be protected from retaliation for making such a report.

Following is a list of the principal policies and reference materials available in support of these standards:

Institute Regulations
The Administrative and Professional Faculty Handbook
The Faculty Handbook
Classified Employee Handbook
Superintendent's Statement on Equity

Institute Sexual Harassment Policy
VMI FERPA Policy
Colleague Finance System Departmental Manual
Information Technology use and accessibility policies
Virginia Freedom of Information Act, Virginia Code Sec. 2.2-3700 et. seq.
Virginia Local Government Conflict of Interests Act, Virginia Code Sec. 2.2-3100 et. seq.

NOTES –
This Code of Ethics was adapted from and used with permission of the University of California.
The VMI Code of Ethics was approved by the Board of Visitors in September 2013.

FOR THE SUPERINTENDENT:

James P. Inman
Colonel, US Army (Ret)
Chief of Staff

DIST: E, Cadets

OPR: FAS

ANNEX A – Glossary of Terms

ANNEX A

Glossary and Related Terms

Adapted from and used with permission of the Ethics Resource Center, 1747 Pennsylvania Avenue NW, Suite 400, Washington, DC, 20006 (www.ethics.org) October 2006

Accountable	Taking responsibility for one's actions
Bribe	Something that is given or offered to a person or organization to encourage that person/organization to take an action of benefit to the giver
Code of Conduct or Code of Ethics	A central guide and reference for users in support of day-to-day decision making. It is meant to clarify an organization's mission, values and principles, linking them with standards of professional conduct. As a reference, it can be used to locate relevant documents, services and other resources related to ethics within the organization.
Code of Conduct	A listing of required behaviors that if violated might result in disciplinary action. In practice, used interchangeably with Code of Ethics.
Code of Ethics	A document that conveys organizational values, a commitment to standards, and a set of ideals. In practice, used interchangeably with Code of Conduct. In Section 406(c), the Sarbanes-Oxley Act defines "code of ethics" as such standards as are reasonably necessary to promote (1) honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships; (2) full, fair, accurate, timely, and understandable disclosure in the periodic reports required to be filed by the issuer; and (3) compliance with applicable governmental rules and regulations.
Compliance	Conforming or adapting one's actions to rules.
Conflict of Interest	A conflict between the private interests and the official responsibilities of a person in a position of trust (Merriam-Webster Dictionary)
Conflict of Time	A situation in which an employee does not devote the amount of time to his or her job as is required by the job duties.
Ethical Dilemmas	Situations that require ethical judgment calls. Often, there is more than one right answer and no win-win solution in which we get everything we want.

Ethics	1. The decisions, choices, and actions (behaviors) we make that reflect and enact our values. 2. The study of what we understand to be good and right behavior and how people make those judgments. (From "What is the Difference Between Ethics, Morals and Values?", Frank Navran) 3. A set of standards of conduct that guide decisions and actions based on duties derived from core values. (From "The Ethics of Non-profit Management," Stephen D. Potts)
Ethical Decision-making	Altruistic considerations: What impact will this action or decision have on others or my relationship with them? Idealistic considerations: What is the right thing to do - as defined by the values and principles, which apply to this situation? Individualistic considerations: What will happen to me as a consequence of this action or decision? Pragmatic considerations: What are the business consequences of this action or decision?
Fraud	To intentionally lie or cheat to get something you aren't entitled to
Governance	The act, process or power of exercising authority or control in an organizational setting.
Gray Areas	Situations in which it is not clear to an individual how to respond to an ethical dilemma. Sometimes, the individual may not be familiar with a guideline, or the guidelines may be vague and subject to interpretation. Guidelines are often written to provide managers with as much latitude as appropriate, and this may create gray areas.
Independence	In the most general usage, freedom to act without control or influence from others, to be free to make decisions and act without external constraint. In the business world, independence has come to have a specialized meaning. It is most commonly understood to mean freedom from conflicting interests - the specialized case of having the ability to make a decision or act in ways which are free from conflict between one's personal interests and the interests of the party on whose behalf we are making the decision. (From "No Virginia, There Is No Such Thing as Independence", Frank Navran)
Integrity	Making choices that are consistent with each other and with the stated and operative values one espouses. Striving for ethical congruence in one's decisions.

Morals	Values that we attribute to a system of beliefs that help the individual define right versus wrong, good versus bad. These typically get their authority from something outside the individual -- a higher being or higher authority (e.g. government, society). Moral concepts, judgments and practices may vary from one society to another.
Transparency	1. Sharing information and acting in an open manner. 2. A principle that allows those affected by administrative decisions, business transactions or charitable work to know not only the basic facts and figures but also the mechanisms and processes. It is the duty of civil servants, managers and trustees to act visibly, predictably and understandably. (From the Transparency International website)
Values	The core beliefs we hold regarding what is right and fair in terms of our actions and our interactions with others. Another way to characterize values is that they are what an individual believes to be of worth and importance to their life (valuable). (From "What is the Difference Between Ethics, Morals and Values?", Frank Navran)
Values-centered Code of Ethics	Offers a set of ethical ideals, such as integrity, trust-worthiness and responsibility, which companies want employees to adopt in their work practices.
Whistleblower	A person or entity making a protected disclosure is commonly referred to as a whistleblower. Whistleblowers may be Institute employees (academic or staff), applicants for employment, students, patients, vendors, contractors or the general public. The whistleblower's role is as a reporting party. They are not investigators or finders of fact, nor do they determine the appropriate corrective or remedial action that may be warranted.