

Whistleblower Reporting

Purpose

Phillips Exeter Academy is committed to maintaining the highest ethical standards, including complying with all applicable laws, regulations and Academy policies, and fostering an environment that is free from all forms of intimidation and retaliation. To that end, the Academy has established policies, such as the Code of Conduct, that require employees of the Academy to observe the spirit and letter of all applicable laws and regulations, and to conduct themselves in accordance with the highest standards of conduct and personal integrity.

This Whistleblower Policy is one of a number in place to help ensure maintenance of the high ethical standards to which we all are committed. As part of such commitment, the Academy expects employees to bring to the Academy's attention all information about any ethical, legal, financial, accounting or business-related improprieties or about known or reasonably suspected violations of this commitment by other individuals. This policy is intended to encourage employees to report any ethical or legal concerns about the Academy without fear of reprisal or retaliation. If improper conduct is found to have occurred, the Academy will take appropriate corrective action.

Reporting Process

It is an employee's responsibility to comply with the Academy's policies and to report any violations or suspected violations of Academy policy to the Academy in accordance with this policy. Employees are also required to comply with applicable federal and state law and to report violations or suspected violations of applicable law, including but not limited to the Occupational Safety and Health Act, federal and state environmental laws, federal securities laws, and the Affordable Care Act (or any federal equivalent), in accordance with this policy. This policy is intended to encourage and enable employees to raise serious concerns within the Academy prior to seeking resolution outside of the Academy.

Because the Academy encourages high standards of conduct, any employee, trustee, officer, consultant or volunteer ("Reporter") who has a good faith belief that financial, accounting or business-related wrongdoing, or unlawful or unsafe activity, or violations of Academy policy has occurred or will occur may bring their concern to the administration without fear of harassment or retaliation. The disclosure of such information is sometimes known as "whistleblowing." Such concerns may be reported to either the Director of Human Resources at 603-777-3447 or the Dean of Faculty at 603-777-3405.

Additionally, the Academy has contracted with EthicsPoint, a firm that provides anonymous hotline services to a variety of organizations, to act as an independent intermediary for the reporting of concerns, including concerns about financial, accounting or business-related wrongdoing. If a reporter is uncomfortable discussing a complaint with the Director of Human Resources or the Dean of Faculty, they should feel free to use EthicsPoint to report concerns. Such complaints can be reported either by phone at 888-572-8028 or on the web at www.ethicspoint.com. EthicsPoint will take anonymous reports and will also ensure that the

information is reviewed by administrators other than those, if any, against whom allegations have been made.

The Academy has other policies in place that contain specific complaint and reporting procedures, such as its sexual misconduct, harassment and discrimination policies. To the extent employees have complaints of violation of other policies, their concerns should be addressed in accordance with the procedures set forth in those other policies or procedures.

Before disclosing a violation outside the Academy, employees are encouraged to provide notice to the Academy in accordance with this policy to allow the Academy the reasonable opportunity, when appropriate, to take corrective action.

The Academy expects employees to report any suspected criminal activity regardless of the identity or position of other individuals involved.

Anonymity

While reporters are encouraged to reveal their name to facilitate investigation, concerns expressed anonymously will be investigated to the fullest extent possible under the circumstances.

Prohibition Against Retaliation

No reporters who in good faith raise concerns pursuant to this policy shall suffer harassment, retaliation, or adverse employment consequence as a result of raising such concerns. The Academy expressly prohibits any form of retaliation against reporters who in good faith report suspected violations of law or Academy policy, cooperate in governmental hearings, inquiries or investigations, or refuse to carry out illegal directives as a result of such report, cooperation or refusal. It is a violation of this policy for anyone, whether acting alone or on behalf of the Academy, to retaliate against any reporter who makes a good faith report in accordance with this policy. An employee who engages in such prohibited retaliatory conduct will be subject to disciplinary action, up to and including termination of employment. Any conduct which is perceived as retaliatory should be reported immediately in accordance with the reporting procedure outlined above.

Investigation and Resolution

Upon receipt of a report pursuant to this policy, the Academy or a third party designated by the Academy will investigate the matter promptly and thoroughly in such a way as to maintain confidentiality of the individuals involved to the extent possible under the circumstances. All employees are expected to cooperate fully with any investigation. Failure to cooperate will be grounds for discipline, up to and including termination of employment. Reporting improper conduct will not absolve the “whistleblower” of personal responsibility if they participated in the wrongdoing. If improper conduct has in fact occurred, the Academy will address the issue in a manner that reflects the high ethical and legal standards to which we are all committed as members of the PEA community.

Acting in Good Faith

Anyone reporting a suspected violation of law or Academy policy must be acting in good faith and have reasonable grounds for suspicion of illegal, dishonest or inappropriate activity. Allegations that prove to have been made maliciously, recklessly or with knowledge that the allegations are false will be viewed as a serious disciplinary offense and may result in disciplinary action, up to and including termination of employment or dismissal from a current position.

Confidentiality

The Academy will make every effort to treat a complaint confidentially, consistent with its duty to investigate and take corrective action. The Academy cannot guarantee confidential treatment in all cases.

Immunity

Employees have the right to disclose in confidence Trade Secrets (as defined above) to federal, state and local government officials, or to an attorney, for the sole purpose of reporting or investigating a suspected violation of law. Employees also have the right to disclose Trade Secrets in a document filed in a lawsuit or other proceeding, but only if the filing is made under seal and protected from public disclosure. Nothing in this Employee Handbook is intended to conflict with 18 U.S.C. § 1833(b) or create liability for disclosures of Trade Secrets that are expressly allowed by 18 U.S.C. § 1833(b).