

Bryant & Stratton College Code of Conduct

Bryant & Stratton College recognizes that ensuring the integrity of its corporate governance and operations, including the student financial aid process, is critical to providing students fair and affordable access to higher education. In the interest of transparency, Bryant & Stratton College will prominently publish this Code of Conduct on its website. Section 1 of this Code of Conduct sets forth general ethical standards that apply exclusively to the members of Bryant & Stratton College's Board of Directors. Directors are expected to meet these standards to assure integrity, impartiality, and commitment to excellence in the performance of the Board's functions.

Sections 2-12 of this Code sets forth separate specific mandates and prohibitions that apply not only to Directors but also to Bryant & Stratton College, as a corporate body, its officers, employees, and agents to prevent conflicts of interest between them and Bryant & Stratton College's students or their parents in the student financial aid process. The Code is applicable to all campuses and is effective immediately. :

1. Board of Directors

The purpose of this section is to focus directors on areas of ethical obligations relating to their role as directors, to provide guidance to help directors recognize and deal with ethical issues, to provide instructions on disclosing conflicts of interest to the Board, and to foster a culture of honesty and integrity among directors. .

- i. Directors shall actively participate in board meetings and also, to the extent possible, other board functions and campus events. Each Director shall exercise due diligence in preparing for Board meetings and shall come to meetings having read and studied assigned materials and prepared to participate fully in the Board's deliberative process.
- ii. Directors shall serve Bryant & Stratton College as a whole, rather than representing any special interest or constituency of the College. Should a Director feel that particulars of his or her affairs present a conflict of interest on an issue brought before the Board, that Director shall make such a declaration

and absent her/himself from all Board consideration and voting regarding the issue.

- iii. Directors shall honor the confidential nature of legal, fiscal, and personnel matters of the Board and Bryant & Stratton College. Directors shall not disclose such information to parties other than Board members and the President of the College, except pursuant to Board resolutions, governmental or accreditation regulation, or judicial procedures.
- iv. Directors shall recognize that the Board, as a corporate body, has the legal authority to determine, approve, and monitor institutional policies and their implementation. The Board Chair or the President of the College has the responsibility to speak for the Board. Directors shall refrain from speaking on behalf of the Board unless authorized to do so by Board resolutions.
- v. Directors shall avoid situations that could cause any appearance of conflict of interest. Directors have a duty to disclose to the Board potential conflicts of interest.
- vi. Directors shall be committed to institutional quality and improvement through systematic assessment of institutional effectiveness. Directors shall participate in assessment activities in order to realize continuous improvement at the College.

2. Student Financial Aid

a. Prohibition of Receipt of Gifts.

- i. Bryant & Stratton College, its employees, agents, contractors, directors, and officers shall not, directly or indirectly, solicit, accept, or receive on their own behalf or on behalf of another any "gift" from or on behalf of any "*Lending Institution*," which is defined as: 1) any entity that itself or through an affiliate makes educational loans to pay for or finance higher education expenses or that securitizes such loans; 2) any entity, or association of entities, that guarantees educational loans; 3) any industry, trade or professional association or other

entity that receives money from a lender or guaranty agency; or 4) any servicer of educational loans .

- ii. The term “*gift*” includes but is not limited to: any gratuity; favor; discount; entertainment; hospitality; loan; transportation; lodging; meals, whether provided in kind, by purchase of a ticket, payment in advance, or reimbursement after the expense has been incurred; inducement; stock; thing of value; money; service; honoraria; registration fees; travel expenses; forbearance or promise; gifts provided in kind, by purchase or a ticket, payment in advance, or reimbursement after expenses have been incurred; any computer hardware for the recipient pays below-market prices; any printing costs or services; and any other item having a monetary value of more than ten dollars.
- b. The term “*gift*” shall *not* include: 1) a Lending Institution’s own brochures related to loan, default aversion, default prevention, or financial literacy; 2) food refreshments, training, or informational material furnished to an officer, employee, or agent of Bryant & Stratton College as an integral part of a training session that is designed to improve the service of a Lending Institution, if such training contributes to the professional development of the officer, employee, or agent.
- c. For purposes of this section, a gift of anything having a monetary value of more than ten dollars to a family member of an employee, agent, contractor, director, or officer, or to any other individual based on that individual’s relationship with the employee, agent, contractor, director, or officer shall be considered a gift to the employee, agent, contractor, director, or officer if —
 - i. the gift is given with the knowledge and acquiescence of the employee, agent, contractor, director, or officer ; and
 - ii. the employee, agent, contractor, director, or officer has reason to believe the gift was given because of the official position of the employee, agent, contractor, director, or officer.

- d. Employees, agents, contractors, directors, or officers of Bryant & Stratton College in the State of New York must report to the New York State Education Department (NYSED) any instance of a Lending Institution attempting to give a gift to such employee, agent contractor, directors, or officer.
- e. Nothing in this section shall be construed as prohibiting a Bryant & Stratton College employee from conducting business with a Lending Institution, provided that such business is unrelated in any manner whatsoever to Bryant & Stratton College.

3. Limitations on Bryant & Stratton College Participation on Lending Institution Advisory Boards and Boards of Directors

a. Compensation for Serving on Advisory Boards

- i. Bryant & Stratton College will prohibit any officer, director, employee, or agent of Bryant & Stratton College from receiving any remuneration for serving as a member or participant of an advisory board, commission, or group established by a Lending Institution, unless the officer, director, employee, or agent of Bryant & Stratton College:

(1) Is not employed in the financial aid office of Bryant & Stratton College;

(2) Has no responsibilities with respect to education loans or student financial aid at Bryant & Stratton College ; **and**

(3) Is participating on the advisory board in a manner that is entirely unrelated to education loans.

- ii. However, an officer, director, employee, or agent of Bryant & Stratton College may be reimbursed for reasonable expenses incurred in serving on the advisory board, commission, or group if participation on the advisory board, commission, or group is unrelated in any way to education loans even if that person is employed in the financial aid office of Bryant & Stratton College or has responsibilities with respect to education loans or student financial aid.

b. Compensation for Serving on Board of Directors

i. Bryant & Stratton College will permit an officer, director, employee, or agent of Bryant & Stratton College to receive remuneration for serving on the board of directors of a Lending Institution only if the officer, director, employee, or agent of Bryant & Stratton College:

(1) Has no direct interest in and does not benefit from the functions of Bryant & Stratton College's financial aid office;

(2) Is not employed in the financial aid office of Bryant & Stratton College; and

(3) Has no responsibilities with respect to education loans at Bryant & Stratton College.

ii. However, an officer, director, employee, or agent of Bryant & Stratton College that is not employed in the financial aid office, but who does have education loan responsibilities as a result of the position he or she holds at Bryant & Stratton College, may serve on such board if he or she:

(1) Has no direct interest in and does not benefit from the functions of Bryant & Stratton's financial aid office; and

(2) Complies with Bryant & Stratton College's conflict of interest policy that requires such officers, directors, employees, and agents of Bryant & Stratton College serving on such boards to recuse themselves from participating in any decision of the board regarding education loans at Bryant & Stratton College.

4. Restrictions on Contracting Arrangements

An officer, director, employee, or agent of Bryant & Stratton College who is employed in the financial aid office or who otherwise has responsibilities with respect to education loans, shall not accept from any Lending Institution or affiliate of any Lending Institution any fee, payment or other financial benefit (including the opportunity to purchase stock) as compensation for any type of consulting arrangement or other contract to provide services to a Lending Institution or on behalf of a Lending Institution relating to education loans.

5. Prohibition of Certain Remuneration to Bryant & Stratton College and Revenue Sharing

- a. Bryant & Stratton College may not enter into any revenue sharing agreement with a Lending Institution.
- b. For purposes of this section, “*revenue sharing*” means an arrangement between an institution or an affiliated entity or organization of the institution, and a Lending Institution under which either:
 - i. The Lending Institution pays the institution or an affiliated entity or organization of the institution a percentage of the principal of each loan directed toward the Lending Institution from a borrower at the institution; or
 - ii. The following arrangement exists:
 - (1) The Lending Institution provides or issues a loan to a student or family member of a student;
 - (2) The institution recommends the Lending Institution or loan products of the Lending Institution, and
 - (3) In exchange, the Lending institution pays a fee or provides other material benefits, including revenue or profit sharing to the institution, an officer, or employee of the institution, or an agent of the institution.

6. Prohibitions and Requirements Related to Concessions or Promises to Lending Institutions in Exchange for Funds for Private Loans

- i. Bryant & Stratton College will not request or accept from any Lending Institution any offer of funds to be used for private education loans, including funds for an Opportunity Pool Loan, to students in exchange for Bryant & Stratton College providing concessions or promises regarding providing the Lending Institution with any concession or promise that may prejudice other borrowers.
- b. If Bryant & Stratton College enters into an educational loan arrangement whereby a Lending Institution provides a private educational loan to a borrower attending Bryant & Stratton College, it will inform the borrower or prospective borrower of all available financing options under Title IV of the Higher Education Act including information on any

terms and conditions of available loans under such Title that are more favorable to the borrower, before the Lending Institution may provide the private educational loan to the borrower attending Bryant & Stratton College.

- c. **Definition of Opportunity Pool Loan:** As used in this section and throughout this Code, an “*Opportunity Pool Loan*” is defined as a private education loan made by a Lending Institution to a student attending the institution or the family member of such a student that involves a payment directly or indirectly, by such institution of points, premiums, additional interest, or financial support to such Lending Institution for the purpose of such Lending Institution extending credit to the student or the family.

7. Staffing Identification and Assistance.

- a. Bryant & Stratton College will not request or accept from any Lending Institution, including any employee, representative, or agent of a Lending Institution, any assistance with call center staffing or financial aid office staffing.

- b. Bryant & Stratton College will require that no employee or other agent of a Lending Institution is identified to borrowers or prospective borrowers as an employee, representative, or agent of Bryant & Stratton College.

8. Borrower Choice. Bryant & Stratton College will not –

- a. For any first time borrower, assign, through award packaging or other methods, the borrower’s loan to a particular lender; or

- b. Refuse to certify, or delay certification of, any loan based on the borrower’s selection of a particular lender.

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10. Preferred Lender Arrangements

Any Preferred Lender Arrangement adopted by Bryant & Stratton College will comply with the requirements and restrictions of the “Bryant & Stratton College Preferred Lender Arrangement Policy” in Appendix A.

11. Administration and Enforcement of Code

Bryant & Stratton College will administer and enforce this Code by requiring that all of its officers, employees, and agents with responsibilities with respect to education loans are annually informed of the provisions of this Code of Conduct.

12. Interpretation

This Code of Conduct is intended to comply with the New York Student Lending Accountability, Transparency, and Enforcement Act (SLATE), with the Higher Education Opportunity Act of 2008 (HEOA), and “Characteristics of Excellence in Higher Education” of Middle States Commission on Higher Education. To the extent that regulations, agency decisions, or any other lawful interpretative guidance or policy modifies these statutes, this Code of Conduct is to be read to require no more than what the statute, regulations, guidance, or policy would require.