Whistleblower Policy and Procedures

GENERAL: The Community Foundation of Northeast Alabama (hereinafter “the Foundation”) is committed to lawful and ethical behavior in all of its activities and requires trustees, officers, volunteers, employees, consultants, agents, business partners, collaborators, or other representatives to act in accordance with all applicable laws, regulations and policies and to observe high standards of business and personal ethics in the conduct of their duties and responsibilities.

The objectives of the Whistleblower Policy are to establish policies and procedures to:

- Prevent or detect and correct improper activities.
- Encourage each Foundation trustee, officer, employee, volunteer, consultant, agent, business partner, collaborator, or other representative (hereinafter “Reporting Individual”) to report what he or she in good faith believes to be a material violation of law or policy or questionable accounting or auditing matter by the Foundation.
- Ensure the receipt, documentation, retention of records, and resolution of reports received under this policy.
- Protect Reporting Individuals from retaliatory action.

REPORTING RESPONSIBILITY: Each Reporting Individual has an obligation to report what he or she believes is a material violation of law or policy or any questionable accounting or auditing matter by the Foundation, its officers, trustees, employees, volunteers, agents or other representatives. Reporters must also notify the Foundation if an action needs to be taken in order for the Foundation to be in compliance with law or policy or with generally accepted accounting practices. The types of concerns that should be reported include, for purposes of illustration and without being limited to, the following:

- Providing false or misleading information on the Foundation’s financial documents, grant reports, tax returns or other public documents.
- Providing false information to or withholding material information from the Foundation’s auditors, accountants, lawyers, trustees or other representatives responsible for ensuring Foundation compliance with fiscal and legal responsibilities.
- Embezzlement, self-dealing, private inurement, private benefit, fraud or misappropriation of funds.
- Harassment, including sexual harassment.
- Payment for services or goods that are not rendered or delivered.
- Material violation of Foundation policy, including among others, confidentiality, conflict of interest, whistleblower, ethics and document retention.
- Discrimination based on race, gender, sexual orientation, ethnicity, and disability.
- Safety concerns (such as OSHA complaints).
- Planning, facilitating or concealing any of the above or similar action.
REPORTING CONCERNS:

**Employees:** Whenever possible, employees should seek to resolve concerns by reporting issues directly to the president/CEO. However, if for any reason an employee is not comfortable speaking to the president/CEO or does not believe the issue is being properly addressed, the employee may contact the chair of the Foundation’s Governance Committee. Whenever practical, reports should be in writing.

**Trustees and Other Volunteers:** Trustees and other volunteers may submit concerns to the president/CEO or directly to the chair of the Governance Committee. If the volunteer or trustee is not comfortable reporting to either of these individuals or if he/she does not believe the issue is being properly addressed, the volunteer or trustee may report directly to the board chair.

**Anonymous Reports:** Concerns may be submitted anonymously. Anonymous whistleblowers must provide sufficient corroborating evidence to justify the commencement of an investigation. An investigation of unspecified wrongdoing or broad allegations will not be undertaken without verifiable evidentiary support. Because investigators are unable to interview anonymous whistleblowers, it may be more difficult to evaluate the credibility of the allegations and therefore, less likely to cause an investigation to be initiated.

**Contact Information:** The names of key personnel such as the president/CEO, chair of the Governance Committee and board chair, may be obtained from the Foundation’s website (www.yourcommunityfirst.org) or by calling the Foundation at 256/231-5160.

HANDLING OF REPORTED VIOLATIONS: Reasonable care should be taken in dealing with suspected misconduct to avoid:

- Baseless allegations;
- Premature notice to persons suspected of misconduct and/or disclosure of suspected misconduct to others not involved with the investigation; and
- Violations of a person’s right under law.

Due to the important, yet sensitive, nature of the suspected violations, effective professional follow-up is critical. Reporting individuals should not, in any circumstances, perform any investigative or other follow-up steps on their own. Accordingly, reporting individuals who become aware of suspected misconduct:

- Should not contact the person suspected to further investigate the matter or demand restitution.
- Should not discuss the case with attorneys, the media or anyone other than the president/CEO or chair of the Board of Trustees.
- Should not report the case to an authorized law enforcement officer without first discussing the case with the president/CEO or chair of the Board of Trustees.

The Foundation will investigate all reports filed in accordance with this policy with due care and promptness. Matters reported internally without initial resolution will be investigated by the president/CEO of the Foundation to determine if the allegations are true, whether the issue is material and what actions, if any, are necessary to correct the problem. The president/CEO will issue a full report of all matters raised under this policy to the Governance Committee. The Governance Committee may conduct a further investigation upon receiving the report from the president/CEO.
For matters reported directly to the Governance Committee chair or the board chair, the Governance Committee shall promptly (generally within five business days) acknowledge receipt of the complaint if the identity of the complainant is known and conduct an investigation to determine if the allegations are true and whether the issue is material and what, if any, corrective action is necessary. Upon the conclusion of this investigation, the Governance Committee shall promptly report its findings to the Board of Trustees.

The Governance Committee is responsible for:

- Assuring the proper investigative channels are utilized according to appropriate expertise and jurisdiction and that the plan to address the reported improper activity or condition is appropriate to the circumstances;
- Assuring that all appropriate Foundation officials are apprised of the allegations as necessary;
- Ensuring that appropriate resources and expertise are brought to bear to cause the timely and thorough review of reports of allegations of suspected improper activities or conditions;
- Ensuring that there are no conflicts of interest on the part of any party involved in the specific investigation;
- Monitoring significant elements and progress of investigations to ensure that allegations are timely and thoroughly addressed; and
- Coordinating and facilitating in an advisory capacity the corrective and remedial action that may be initiated.

AUTHORITY OF GOVERNANCE COMMITTEE: The Governance Committee shall have full authority to investigate concerns raised in accordance with this policy and may retain outside legal counsel, accountants, private investigators, or any other resource that the Committee reasonably believes is necessary to conduct a full and complete investigation of the allegations.

NO RETALIATION: This Whistleblower Policy is intended to encourage and enable trustees, volunteers, employees, consultants, agents, business partners, collaborators, or other representatives to raise serious concerns within the organization for investigation and appropriate action. With this goal in mind, no reporting individual who, in good faith, reports a concern shall be threatened, discriminated against or otherwise subject to retaliation or, in the case of an employee, adverse employment consequences (e.g., discharging, demoting, transferring the employee) and/or creating a hostile work environment for the employee as a result of such report. Moreover, a volunteer or employee who retaliates against someone who has reported a concern in good faith is subject to discipline up to and including dismissal from the volunteer position or termination of employment.

ACTING IN GOOD FAITH: Anyone reporting a concern must act in good faith and have reasonable grounds for believing the matter raised is a serious violation of law or policy or a material accounting or auditing matter. The act of making allegations that prove to be unsubstantiated, and that prove to have been made maliciously, recklessly, with gross negligence, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in discipline, up to and including dismissal from the volunteer position or termination of employment. Depending on the circumstances, such conduct may also give rise to other actions, including civil or criminal lawsuits.

CONFIDENTIALITY: Reports of concerns, and investigations pertaining thereto, shall be kept confidential to the extent possible. However, consistent with the need to conduct an adequate investigation, the Foundation cannot guarantee complete confidentiality. Disclosure of information relating to an investigation under this policy by Foundation staff, trustees, or others involved with the investigation of concerns to individuals not involved in the investigation will be viewed as a serious disciplinary offense and, with respect to Foundation employees, may result in discipline, up to and
including termination of employment. Depending on the circumstances, such conduct may also give rise to other actions, including civil or criminal lawsuits.

POLICY DISSEMINATION: In order to ensure dissemination and understanding of this Policy and Procedure, the president/CEO, board chair, Governance Committee or legal counsel are charged with ensuring appropriate initial and follow-up training of trustees, officers, volunteers, employees, consultants, agents, business partners, collaborators, or other representatives.

RECORD RETENTION: The Foundation shall retain all complaints and reports based upon the current document retention policy.

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