

# Operational Policy and Procedure

## Policy No: TWSLtd - 008

<b>Subject:</b>	<b>WHISTLEBLOWER</b>
<b>Policy:</b>	<a href="#">Organisational Policy</a> ETHICS CONDUCT AND INDEPENDENCE
<b>Object:</b>	Support and protect Whistleblowers to sound the alert on malpractice, bribery, corruption or other illegal conduct.  Outline the rights of all employees to report in good faith serious unethical behaviour, legal or regulatory non-compliance.
<b>Scope:</b>	This policy applies to: <ul style="list-style-type: none"> <li>a) all workplace participants of The Wilderness Society Ltd, whether full-time, part-time, casual or volunteer, at any level of seniority and wherever employed; and</li> <li>b) employees or principals of TWS Group organisations, and other organisations which have a relationship with The Wilderness Society as customers, suppliers, consultants, advisers, agents or otherwise.</li> </ul>
<b>Policy Statement</b>	Whistleblowing is a component of good governance, It plays an important role in managing risk and fostering positive workplace culture.  Employees and stakeholders are encouraged to make a report under this policy if they have reasonable grounds to suspect that a Wilderness Society director, officer, employee, contractor, supplier, tenderer or other person who has business dealings with The Wilderness Society has engaged in conduct which: <ul style="list-style-type: none"> <li>a) is dishonest, fraudulent or corrupt, including bribery</li> <li>b) is illegal activity (such as theft, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law)</li> <li>c) is unethical or in breach of The Wilderness Society policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching its Code of Conduct or other policies or procedures)</li> <li>d) is potentially damaging to The Wilderness Society, a Wilderness Society employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of The Wilderness Society property or resources</li> <li>e) amounts to an abuse of authority</li> <li>f) may cause financial loss to The Wilderness Society or damage its reputation or be otherwise detrimental to The Wilderness Society interests</li> <li>g) involves harassment, discrimination, victimisation or bullying, other than personal work-related grievances as defined in the Corporations Act 2001 (Cth) (Corporations Act), or</li> <li>h) involves any other kind of misconduct or an improper state of affairs or circumstances.</li> </ul>
<b>Procedure</b>	To qualify for protection, a whistleblower must make their disclosure to an eligible recipient: <p>Externally</p> <ul style="list-style-type: none"> <li>● The Australian Securities and Investment Commission (ASIC)</li> <li>● The Australian Prudential Regulatory Authority (APRA)</li> <li>● A Commonwealth body nominated for this purpose in the Regulations (this does not include the ACNC)</li> </ul>



- A legal practitioner, if someone is seeking legal advice about whether the protections will apply to them
- An auditor or member of the audit team

#### Internally

- People and Development manager
- A member of the Collaborative Management Team
- A Director of the Board

These managers have an obligation to listen to the whistleblowing complaints and to comply with this policy and related procedures.

In making a disclosure under this policy, employees and stakeholders must act in good faith on a genuine belief that there has been wrongdoing, and not for any malicious purpose. Where it is determined that a disclosure is made by an employee falsely or for a malicious purpose, The Wilderness Society reserves the right to take disciplinary action against the disclosing employee.

Employees and stakeholders disclosing wrongdoing will be protected, and the investigation will be conducted in accordance with the principles of fairness and natural justice.

### **1. Responsibility for Policy Compliance and Review**

The Chief Financial Officer for The Wilderness Society is responsible for the administration and implementation of this policy, and escalation of any matters as well as the confidentiality and wellbeing of the whistleblower. The Chief Financial Officer is responsible for ensuring this policy is publicly available on the The Wilderness Society website.

### **2. Detrimental Conduct Prohibited**

The Wilderness Society strictly prohibits all forms of detrimental conduct against a whistleblower. Detrimental conduct means any actual or threatened conduct that could cause a detriment to the whistleblower as a result of the whistleblower making a disclosure

#### **Protection of whistleblower identity and confidentiality**

The Wilderness Society will only share a whistleblower's identity as a whistleblower, or information likely to reveal a whistleblower's identity, if the whistleblower consents.

If The Wilderness Society needs to report a disclosure, it may disclose information that could lead to a whistleblower's identification, but it will take reasonable steps to reduce this risk.

Any disclosures of a whistleblower's identity or information likely to reveal a whistleblower's identity will be made on a strictly confidential basis.

#### **Protection of files and records**

All files and records created from an investigation will be retained securely.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with under The Wilderness Society disciplinary procedures.

### **3. Internal Investigation**

Whistleblower disclosures made under this policy will be documented and investigated promptly, initially by an internal investigator.

The internal investigator is required to:



- a) act impartially and document the disclosure;
- b) conduct all interviews; and
- c) report on the results of the investigation and any recommendations. All investigations will be carried out as quickly as is practicable.

Where appropriate, The Wilderness Society will provide feedback to the whistleblower regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).

While maintaining confidentiality at all times, all serious disclosures and progress of any investigation will be drawn to the attention of the Chief Financial Officer. If the disclosure is the subject of an internal investigation which reveals genuine issues to be addressed by The Wilderness Society, the Chief Financial Officer will instruct management to take remedial action.

#### **4. External Investigation**

If an internal investigator determines that there is an activity or conduct within The Wilderness Society which is potentially illegal, the Chief Financial Officer may decide to engage an external investigator.

The identity of the disclosing employee or stakeholder will only be disclosed to the relevant regulatory or police agency on the basis that, where legally required, the employee or stakeholder's identity will be kept confidential.

#### **5. After Disclosure**

A whistleblower (discloser) will always be informed of the outcome at the conclusion of the investigation. The Wilderness Society will not tolerate any reprisals against employees or stakeholders who have made a disclosure of any matter under this policy where the discloser has acted in good faith and on a genuine belief or perception of wrongdoing, and on reasonable grounds.

#### **6. Examples**

Examples of conduct which may amount to a breach of the Corporations Act include: insider trading, insolvent trading, breach of the continuous disclosure rules, failure to keep accurate financial records, falsification of accounts, failure of a director or other officer to act with the care and diligence that a reasonable person would exercise, or to act in good faith in the best interests of the corporation or failure of a director to give notice of any material personal interest in a matter relating to the affairs of the company.

#### **7. Confidentiality**

If a report is made, the identity of the discloser will be kept confidential unless one of the following exceptions applies:

- a) the discloser consents to the disclosure of their identity;
- b) disclosure of details that might reveal their identity is reasonably necessary for the effective investigation of the allegation
- c) the concern is reported to the Commissioner of Taxation or the AFP; or
- d) the concern is raised with a lawyer for the purpose of obtaining legal advice or representation.

#### **Related documents in the Policy and Procedure Manual/Legislation:**

[Corporations Act 2001](#) (Commonwealth)

[Public Interest Disclosure Act 2013](#)

State Acts

- [ACT Public Interest Disclosure Act 2012](#)
- [NSW Public Interest Disclosures Act 1994](#)
- [NT Public Interest Disclosure Act 2008](#)
- [SA Public Interest Disclosure Act 2018](#)
- [Tasmania Public Interest Disclosures Act 2002](#)



- [Queensland Public Interest Disclosure Act 2010](#)
- [Victoria Protected Disclosure Act 2012](#)
- [WA Public Interest Disclosure Act 2003](#)

## Issues:

- Responsible for each version of the Procedure
  - Version 1, Matthew Brennan, Chief Executive Officer
  - Version 2, Jen Rowe,
- Due date for next review
  - 31st September 2023
- Approved by
  - Version 1, by CEO, 19th December 2019
  - Version 2, by TWS Ltd Board, 26/10/2021
- Issued to TWS Ltd Staff and loaded into policy manual
  - Version 1, 19 December 2019 via email
  - Version 2, 28/10/2021 via Workplace