FONDATION BOTNAR

2 May 2019

# Whistleblowing guidelines

## OUR RESOURCE FOR ACCOUNTABILITY, OPENNESS, AND INTEGRITY

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BOTNAR

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# 1. Introduction

These guidelines were developed based on the Fondation Botnar values: effective & pioneering, transparent & distinct, and to be partners with purpose. The guidelines outline a procedure for stakeholders (see below, section 1.3 Applicability) to report actions that a stakeholder reasonably believes violates a law or regulation, or that constitutes fraudulent accounting or other practices that do not comply with Fondation Botnar (the Foundation) regulations and directives. The guidelines apply to any matter related to Fondation Botnar activities and do not apply to matters related to private acts by an individual that are not connected to the Foundation's business.

## 1.1 What is whistleblowing?

Whistleblowing refers to reporting in good faith to someone in authority about unethical or illegal behaviour that is happening, has happened or is likely to happen (within an organisation that is either private or public). A whistleblower, in this case, is the person making the report.

By reporting misconduct in an organisation, one alerts the organisation to the fact that its stakeholders are being wrongfully put at risk or have been, or are being, harmed.

## 1.2 Purpose of these guidelines

These whistleblowing guidelines are put in place to make the procedure of whistleblowing transparent and to eliminate any doubts concerning the effectiveness of reporting misconduct. They illustrate appropriate action to take when experiencing or discovering any violation of the Fondation Botnar Code of Conduct. These guidelines should create trust and help ensure a high level of accountability of Fondation Botnar and its partner organisations towards its stakeholders.

## 1.3 Applicability

These guidelines apply to all organisations and people to whom the Code of Conduct applies:

- Employees of Fondation Botnar
- Members of the Foundation Board, commission members and advisors to the Board
- Employees of Fondation Botnar partner organisations/grantees and their implementing (subcontracting) partners
- Interns, other contracted personnel and business partners (e.g. suppliers, consultants, etc.)
- Volunteers and visitors sent by the Foundation to programs funded/supported by Fondation Botnar

## 1.4 Who is responsible for compliance?

The Chief Operating Officer (COO) is responsible for ethics and compliance at Fondation Botnar. The COO is also responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The COO will advise the Chief Executive Officer (CEO) and the Board President where necessary and where confidentiality requirements permit.

## 1.5 Reporting responsibilities

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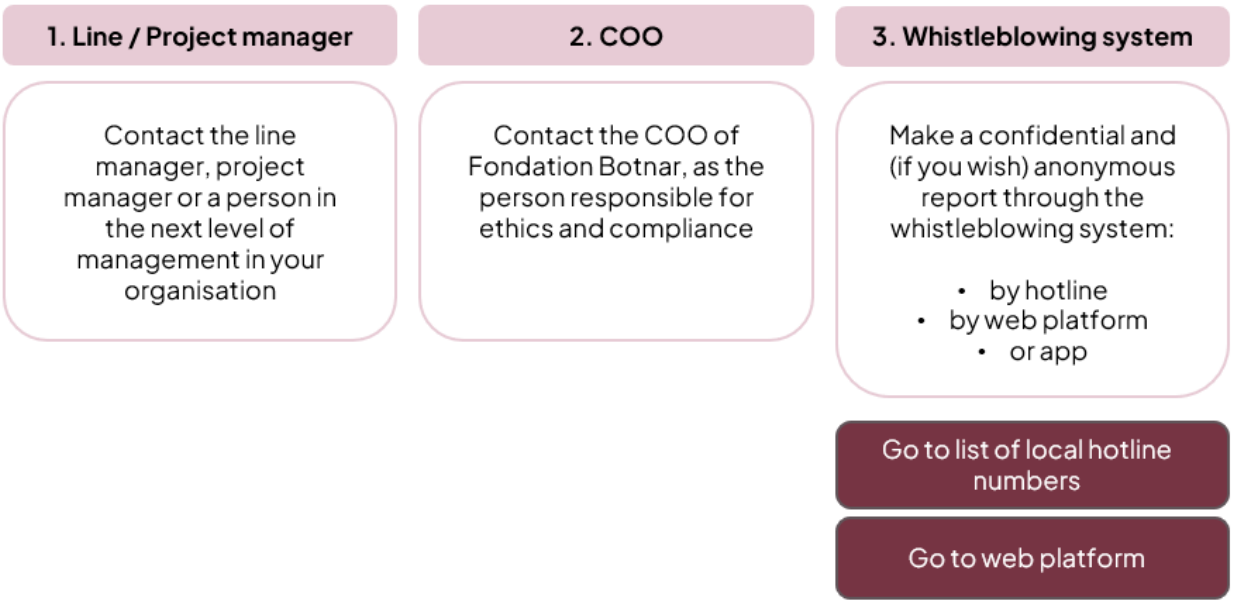
Any stakeholder to whom the Code of Conduct applies has the responsibility to report any unethical or unlawful behaviour. Furthermore, each stakeholder of the Foundation has an obligation to report any such matters in accordance with these whistleblowing guidelines.

# 2. Making a report

Fondation Botnar has an open-door approach and, where possible, suggests that employees and stakeholders share their questions, concerns, suggestions, or complaints with their supervisor, contact, or directly with the person responsible for compliance.

## 2.1 How can I make a report?

In the event of observing or experiencing any misconduct, there are three possible ways to make a report:




Fondation Botnar recommends contacting the person in charge first, if they are not involved in the issue, and discussing the concern with them before reporting it through the whistleblowing system or to the COO.

## 2.2 Who receives the reports?

The Fondation Botnar whistleblowing system is implemented in conjunction with Expolink. Expolink is based in the United Kingdom and is a leading whistleblowing hotline provider worldwide.

If the report is received via the hotline, in-house trained professionals from Expolink will answer the call and if necessary an interpreter will be connected. After the report has been made verbally, it is transcribed and forwarded to the responsible group, which depends on the origin of the issue. The following reporting streams are set up:

- If the report contains issues external to the Management Office of Fondation Botnar, the Executive Team, as well as the CEO, will receive the report.
- If the report contains issues that involve the Management Office but not the Executive Team, the CEO, as well as the COO, receive the report.
- If the report contains issues that involve the Executive Team, the CEO as well as the Board President receive the report.
- If the report contains issues that involve the CEO, the Board President, as well as the Chair of the Nomination Committee, receive the report.

If the report is received through the web platform, the report will be translated (if necessary) and forwarded to the responsible group.

If the report is received by the person responsible for ethics and compliance, she/he will involve the responsible group and forward the report to them.

In this process, we have a strict 4-eyes principle, where every report is seen by at least two responsible persons. The responsible groups named above consist of the following members:

- Board President
- Chair of Nomination Committee
- Chief Executive Officer
- Chief Operating Officer
- Chief Program Officer
- Chief Learning Officer
- Chief Investment Officer
- Additional Board members in exceptional cases such as the absence of any of the above-named persons

In the event that any of the members above are connected to the issue, this person will not receive the report. The next person in line will receive the report (e.g. if the CEO is connected to an issue the Board President will receive the report).

In any of the above-mentioned events, the Engagement and Communications Manager will be present during the discussions on how to handle the issue for communication purposes.

## 2.3 Who receives the reports?

To ensure safety and trust, the whistleblower always has the option to make a report anonymously (where legally possible according to local law). Furthermore, every report is managed confidentially. Confidentiality is only lifted if required by law or regulatory authority, in which case the whistleblower will be notified prior to the disclosure. The whistleblower always has the option to lift the confidentiality of her or himself.

In this guideline, we understand **confidentiality** as the state of keeping or being private.

**Anonymity** is defined here as the situation in which someone's name is not given or known.

## 2.4 Process of investigation

Once a report has been made and the responsible people have received the report, a first review of the report is made considering the situation and whether Fondation Botnar is the correct organisation to investigate and pursue it. Within 5 working days, the whistleblower should receive feedback regarding the acceptance of the report and whether it will be investigated.

The status of the report can be obtained via:

- hotline with a password
- login to the web platform with a password

Follow-up questions can also be asked via the web platform and the hotline, where communication can stay anonymous at the whistleblower's request.

Depending on the context of the issue, the organisation(s) connected to the issue is/are contacted and a collaborative investigation will commence.

The Foundation will take appropriate action in response to any complaints, including disciplinary action (up to and including termination of employment or service) against any person or organisation who, in the Foundation's assessment, has engaged in unethical conduct or misconduct and, where appropriate, legal action will be taken.

Supervisors, managers and Board members who receive the reports must act promptly to investigate and resolve the issue.

Crimes against persons or property, such as assault, rape, burglary, etc., should be reported to local law enforcement personnel immediately.

## 2.5 Protection / Retaliation

No whistleblower shall suffer intimidation, harassment, discrimination, or other retaliation or, in the case of employees, adverse employment consequences, as a result of:

- reporting a complaint in good faith pursuant to these guidelines or to law enforcement officers, government agencies or bodies, or persons with supervisory authority over the complainant;

- providing in good faith information regarding a complaint to law enforcement officers, government agencies or bodies, or persons with supervisory authority over the complainant, or otherwise assisting in any investigation conducted by the Foundation; or

- otherwise participating or assisting in a proceeding filed or about to be filed.

Any individual who deliberately or maliciously provides false information may be subject to disciplinary action, up to and including termination of employment or service.

Any retaliation against the whistleblower (who reported an event in good faith) is seen as misconduct and will be subject to disciplinary measures, including termination of Board member, employee or service provider status.

Reporting under these guidelines in no way protects a whistleblower from sanctions arising from their own wrongdoing. In other words, whistleblowing is no way to avoid complicity in misconduct.