

Whistleblowing

This policy outlines the mechanism to enable disclosure of wrongdoing or serious malpractice independently of line management.

The organisation endorses protection offered to employees against being dismissed or penalised as a result of disclosing certain serious concerns. The provisions set out below ensure that no members of staff should feel at a disadvantage in raising legitimate concerns.

It should be emphasised that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the organisation nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other internal procedures.

Scope

This policy is designed to enable employees of the organisation to raise and to disclose information which the individual believes shows malpractice or impropriety. This policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures e.g. disciplinary. These concerns could include:

- financial malpractice or impropriety or fraud;
- failure to comply with a legal obligation or Statutes;
- dangers to Health & Safety or the environment;
- criminal activity;
- improper conduct or unethical behaviour;
- attempts to conceal any of these.

Safeguards

- **Protection** – this policy is designed to offer protection to those who disclose such concerns provided the disclosure is made:
 - in good faith;
 - in the reasonable belief of the individual making the disclosure that it tends to show malpractice or impropriety and if they make the disclosure to an appropriate person (see below). It is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedure. In an extreme case, malicious or wild allegations could give rise to legal action on the part of the persons complained about.
- **Confidentiality** – Luminate will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.
- **Anonymous allegations** – this policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the organisation. In exercising this discretion, the factors to be taken into account will include the:
 - seriousness of the issues raised ;
 - credibility of the concern;
 - likelihood of confirming the allegation from attributable sources.
- **Untrue allegations** – if an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should

exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual.

Procedures for making a disclosure

- Complaints of malpractice will be investigated by the Head of People Operations unless the complaint is against the Head of People Operations or is in any way related to the actions of the Head of People Operations. In such cases, the complaint should be passed to the Chief Executive Officer (CEO) for referral.
- Complaints against the CEO should be passed to the Chairman of the Board who will nominate an appropriate internal or external investigating officer.
- The complainant has the right to bypass the line management structure and take their complaint direct to the CEO. The CEO has the right to refer the complaint back to management if he/she feels that the management without any conflict of interest can more appropriately investigate the complaint.
- Complaints may also be made via [EthicsPoint \(www.omidyargroup.ethicspoint.com\)](http://www.omidyargroup.ethicspoint.com), a hotline to report instances of misconduct, violation, abuse, or misdeed. It is not to be used for suggestions, concerns or petty grievances. Disputes among employees should be resolved directly. Resolving disagreements or disputes is not the purpose of the hotline. Reporting categories are: Accounting and auditing matters, conflicts of interest, disclosure of confidential information, discrimination or harassment, donor stewardship, embezzlement, falsification of contracts, reports or records, improper giving or receiving of gifts, insider trading or other securities violations, misconduct or inappropriate behavior, substance abuse, theft, unsafe working conditions, violation of policy, violence or threat. If none of the above areas appropriately fit there is an “other” category which may be used.
- All EthicsPoint reports will be treated as confidential and will be addressed by the appropriate personnel. Controls and procedures are in place whereby if an implicated person would normally receive the hotline reports that the system will bypass them if they are named within the submitted report.
- The hotline is designed to be a safe haven to make a report. It will allow management to track and take action on the reports while giving assurance to the employees and other interested parties that their submissions have been heard. If employees witness violations that need to be disclosed they should not be afraid to use the hotline.

Timescales

Due to the varied nature of these sorts of complaints, which may involve internal / external investigators and / or the police, it is not possible to lay down precise timescales for such investigations. The investigating officer should ensure that the

investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

Investigating procedure

The investigating officer should follow these steps:

- full details and clarifications of the complaint should be obtained;
- the investigating officer should inform the member of staff against whom the complaint is made as soon as is practically possible. At the discretion of the investigating officer and dependant on the circumstances of the complaint a representative may be allowed e.g. the individual's legal representative;
- the investigating officer should consider the involvement of other company officials and should consult with the CEO and Chairman of the Board if appropriate
- the allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals / bodies;
- a decision concerning the complaint and validity of the complaint will be made by the investigating officer. This decision will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the CEO or Chairman of the Board as appropriate;
- the CEO or Chairman of the Board will decide what action to take. If the complaint is shown to be justified, then they will invoke appropriate company procedures;
- the complainant should be kept informed of the progress of the investigations and, if appropriate, of the final outcome.

If the complainant is not satisfied that their concern is being properly dealt with by the investigating officer, they have the right to raise it in confidence with the CEO or Chairman of the Board.