

AGENCY Policy: Whistle-Blower

1. Purpose of This Policy:

Centacare NENW is committed to fostering a 'speak-up' culture in which honesty, integrity and business ethics are part of everyday behaviour. Centacare NENW recognises that a transparent whistle-blower policy is an essential part of this commitment.

Definition:

A whistle-blower (a discloser) is someone with inside knowledge of an organisation who reports or discloses misconduct or dishonest or illegal activity (a matter) that may have occurred within that organisation and makes report (a disclosure) in accordance with this policy.

Centacare NENW encourages the reporting of any matters which may be considered unethical, illegal or an act of serious wrongdoing.

This policy provides a way for staff and other eligible parties to report their concerns confidentially, freely and without fear of repercussion where they have knowledge of any suspected wrong doing or unethical behaviour related to the conduct of Centacare NENW's business.

Centacare NENW understands that the decision to make a report can be a difficult one to make. We are committed to ensuring that any person feels safe in making a report.

The Whistle-blower Protection Officer (WPO) for Centacare NENW is the Company Secretary.

For more information or advice about this policy, or making a disclosure or report under this policy, the WPO can be contacted by phone on 0457 115 464 or by e-mail at whistleblower@centacarenenw.com.au. Alternatively, you may contact ASIC or seek independent legal advice.

2. Who this Policy Applies To:

An eligible whistle-blower is an individual who is, or has been, any of the following in relation to Centacare NENW:-

- (a) an officer, contractor and their employees or Centacare NENW employee (e.g. current and former employees who are permanent, part-time, casual, fixed-term or temporary, interns, secondees, managers, and directors);
- (b) a supplier (and their employees) of services or goods to Centacare NENW (whether paid or unpaid), including current and former contractors, consultants, service providers and business partners and their employees;
- (c) an associate of the Centacare NENW; and

- (d) a relative, dependant or spouse of an individual referred to above.

3. Matters This Policy Applies To:

Any past, present or future activity which is:-

- (a) Dishonest, corrupt or unethical;
- (b) Involves theft, fraud, money laundering or misappropriation of funds;
- (c) Is a systemic, wilful or serious breach of the law as it relates to Centacare NENW, or its internal policies or processes;
- (d) Involves offering or accepting a bribe from any person;
- (e) Is illegal (e.g. illicit drug sale or use, violence or threatened violence and criminal property damage);
- (f) Presents a significant or serious threat to the health and safety of workers;
- (g) Involves a serious mismanagement of Centacare NENW's resources;
- (h) Involves victimisation of someone for reporting a Reportable Conduct;
- (i) Involves any instruction to cover up or attempt to cover up serious wrong doing;
- (j) Interferes with any impending internal or external audit processes;
- (k) Presents a serious risk to the reputation or financial wellbeing of Centacare NENW.

This Policy does not apply to:

- (a) Personal, work-related grievances such as those relating to harassment, discrimination, or disciplinary matters;
- (b) Alleged workplace discrimination or bullying;
- (c) Personal disputes between staff; and
- (d) Decisions regarding the engagement, transfer, or promotion of staff.

These matters are not deemed Reportable Conduct and will typically be investigated or address separately under the:-

- (a) GOV POL001 - Code of Conduct;
- (b) HR POL001 - Client Complaints; or

- (c) HR POL006 - Managing Workplace Complaints.

A personal work-related grievance may still qualify for protection if:-

- (a) It includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (mixed report);
- (b) Centacare NENW has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances;
- (c) The discloser suffers from or is threatened with detriment for making a disclosure; or
- (d) The discloser seeks legal advice or legal representation about the operation of the whistle-blower protections under the Corporations Act.

In the first instance, prior to action under this Policy, the whistle-blower is encouraged to follow normal reporting channels and discussing the matter with their immediate supervisor/manager.

4. Who Can Receive a Disclosure:

An eligible whistle-blower can make a disclosure to:-

- (a) an officer or senior manager of the entity or related body corporate;
- (b) the internal or external auditor (including a member of an audit team conducting an audit) or actuary of the entity or related body corporate; and
- (c) a person authorised by the entity to receive disclosures that may qualify for protection.

Specifically, a worker or other eligible person can make a report:-

- (a) By email to the Whistle-blower Protection Officer at:
Phone: 0457 115 464
e-mail: whistleblower@centacarenenw.com.au
Address: 150 Rusden Street, Armidale NSW 2350 (please mark "private and confidential");
- (b) By email to the Chair at chair.centacare@armidale.catholic.org.au;
- (c) A director, company secretary, CEO or member of the Executive;
- (d) An auditor or a member of an audit team conducting an audit of Centacare NENW;
- (e) Directly to regulatory bodies such as ASIC, the ATO or another Commonwealth body prescribed by regulation;

- (f) A legal practitioner for the purposes of determining if the protections will apply to them.

Under provisions for public interest and emergency disclosures, disclosures can be made to a journalist or parliamentarian under certain circumstances and qualify for protection.

It is important for the discloser to understand the criteria for making a public interest or emergency disclosure. A disclosure must have previously been made to ASIC, APRA or a prescribed body and written notice provided to the body to which the disclosure was made. In the case of a public interest disclosure, at least 90 days must have passed since the previous disclosure.

A discloser should contact an independent legal adviser before making a public interest disclosure or an emergency disclosure.

5. How to Make a Disclosure:

A discloser needs to make a disclosure directly to one of the Centacare NENW's eligible recipients (see section 4) to be able to qualify for protection as a whistle-blower.

Reports and disclosures can be made verbally or in writing and can be anonymous. They should include as much as information as possible including the details of the misconduct, people involved, dates, locations and any other evidence that exists.

It is important to note that a whistle-blower does not have to reveal their identity when making a disclosure.

It is preferable that the discloser maintains ongoing 2-way communication so that further information can be requested or supplied back to the discloser. However, the discloser can refuse to answer questions if they feel that it could reveal their identity. If the discloser does provide their identity, this will be treated as confidential and only supplied on a needs basis or to those the discloser agrees can be provided with their identity.

The discloser may contact the Whistle-blower Protection Officer if they are not sure about any aspect of this Policy or if they want more information before deciding to proceed further. Alternatively, they may contact ASIC or seek independent legal advice.

It is accepted that sometimes a disclosure which is made in good faith may, upon investigation, turn out to be unfounded. However, deliberate false reporting may result in disciplinary or other appropriate action.

6. Legal Protections for Disclosers:

A discloser qualifies for protection as a whistle-blower under the Corporations Act if they are an eligible whistle-blower and:-

- (a) They have made a disclosure of information relating to a 'disclosable matter' (see section 3) directly to an 'eligible recipient' (see section 4) or to ASIC, APRA or another Commonwealth body prescribed by regulation;

- (b) They have made a disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistle-blower provisions in the Corporations Act; or
- (c) They have made an 'emergency disclosure' or 'public interest disclosure'.

If a whistle-blower makes a report under this Policy, they will be provided the following protections:-

- (a) Identity protection (confidentiality);
- (b) Protection from detrimental acts or omissions;
- (c) Compensation and remedies; and
- (d) Civil, criminal and administrative liability protection.

A discloser can still qualify for protection if their disclosure turns out to be incorrect.

Disclosures can be made anonymously and still be protected under the Corporations Act.

A person making a report must not make a false or vexatious claim. Protections under this Policy will not be applied to false reports or vexatious claims. Centacare NENW may apply disciplinary proceedings to any worker making them.

6.1 Identity Protection (confidentiality):

Centacare NENW will treat all reports, as well as all confidential information acquired in the course of investigating a report, with the strictest confidence.

Subject to compliance with legal requirements, Centacare NENW will only disclose the identity of the person who made the report, or any other information that is likely to lead to the identification of that person, with their prior consent or otherwise in the limited circumstances listed below.

In limited circumstances, Centacare NENW may need to disclose the identity of the person making the report without their consent to certain third parties, including:

- (a) Centacare NENW's lawyers;
- (b) The Australian Securities and Investments Commission;
- (c) The Australian Charities and Not-for-profits Commission;
- (d) The Australian Federal Police / State Police;
- (e) The Commonwealth Ombudsman (where we are engaged under a relevant Federal Government contract);

- (f) The Inspector-General of Intelligence and Security (where we are engaged under a relevant Federal Government Contract);
- (g) Any third party where the investigating authority, public authority, officer or public official is of the opinion that disclosure of the identity is necessary to investigate the matter effectively, or it is otherwise in the public interest to do so (where we are engaged under a relevant Federal or State Government contract).

6.2 Protection from Detrimental Acts or Omissions:

When a disclosure is made, the identity of the person making the report will remain confidential and the person will be protected from detrimental conduct for making the report.

Detrimental conduct includes dismissal, injury, discrimination, harassment, disadvantage, damage to reputation and any other damage.

Under this Policy, any detrimental conduct against a discloser will be treated as a serious wrongdoing. These protections will apply even where it is subsequently determined that a report was mistakenly made or not substantiated.

If a discloser makes a report and subsequently faces any kind of detrimental conduct, they are encouraged to notify the Whistle-blower Protection Officer. The Whistle-blower Protection Officer will ensure the matter is investigated promptly. If a person is found to have disadvantaged or retaliated against a person because of the submission of a report, that will be grounds for disciplinary action, up to and including dismissal.

Centacare NENW understands that there may also be some serious repercussions for individuals who are mentioned in a report. Accordingly, Centacare NENW will ensure their fair treatment and will extend the protections stated above to these individuals where appropriate.

6.3 Compensation and Other Remedies:

A discloser (or any other employee or person) can seek compensation and other remedies through the courts if:-

- (a) they suffer loss, damage or injury because of a disclosure; and
- (b) the entity failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

In such a situation, Centacare NENW encourages disclosers to seek independent legal advice.

6.4 Civil, Criminal and Administrative Liability Protection:

A discloser is protected from any of the following in relation to their disclosure:

- (a) civil liability (e.g. any legal action against the discloser for breach of an employment contract, duty of confidentiality or another contractual obligation);

- (b) criminal liability (e.g. attempted prosecution of the discloser for unlawfully releasing information, or other use of the disclosure against the discloser in a prosecution (other than for making a false disclosure)); and
- (c) administrative liability (e.g. disciplinary action for making the disclosure).

The protections do not grant immunity for any misconduct a discloser has engaged in that is revealed in their disclosure.

7. Support and Practical Protection for Disclosers:

Any Worker who makes, or is the subject of, a report is encouraged to contact Centacare NENW's Employee Assistance Program (EAP).

Upon receipt of a disclosure, the discloser will (if possible) be provided a copy of the whistleblower policy. The eligible recipient will make sure that the discloser understands these documents and is aware of their rights.

Protecting the Confidentiality of the Discloser's Identity:

If a discloser wishes to remain anonymous, any detail provided as part of the disclosure, which could identify the discloser, will be redacted by the person who has received the disclosure, before providing the information to other parties, for example:-

- e-mail address of sender;
- name and personal details;
- other identifying factors, including gender, their role within the organisation etc.

Subject to confidentiality provisions, a copy or details of a disclosure will only be provided to those parties directly involved in managing and investigating the disclosure, for example:-

- the Board;
- the Chair;
- the CEO;
- the WPO;
- the investigator;
- a legal adviser;
- the party/parties accused of the matter;

- a regulatory body (ASIC, APRA, ATO); and/or
- a law enforcement body.

The WPO is responsible for reminding all parties of the confidentiality requirements, including that an unauthorised disclosure of a discloser's identity may be a criminal offence.

There are very limited exceptions where a discloser's identity must be provided. These are set out in Section 6.1.

All paper and electronic records will be stored securely.

Support and protection will continue throughout the investigation and continue after the investigation.

Protecting Disclosers from Detrimental Acts:

Upon receiving a disclosure, the CEO and/or Chair, in consultation with the WPO, will assess the risk of detriment against a discloser and other staff. The discloser will be consulted (where possible) in regard to any proposed mitigation measures and the measures will be put into place as soon as possible after receiving the disclosure, for example:-

- modifications to the work location of the discloser;
- modifications to the role (at the same level) of the discloser;
- modifications to the reporting framework of the discloser.

In addition, the discloser will be made aware (if possible) of relevant support services available to them, for example:

- counselling (eg. through Centacare NENW's EAP program);
- other professional or legal services.

8. Handling and Investigating a Disclosure:

Centacare NENW will ensure that the investigation:-

- (a) is conducted promptly;
- (b) is sufficiently resourced;
- (c) is conducted in a fair and objective manner;
- (d) is conducted in strict confidence;
- (e) protects the identity of the person who made the disclosure; and

- (f) gives the opportunity to any person who is adversely mentioned in the disclosure an opportunity to respond prior to any findings being made.

Upon receiving a disclosure, where possible, the WPO (or other eligible recipient) will confirm receipt of the disclosure to the discloser and determine whether the discloser wants to remain anonymous. The discloser will be encouraged, but not required, to provide permission for those directly involved in the management and investigation of the matter to be made aware of their identity.

The WPO (or other eligible recipient) will then immediately advise the CEO, Chair and WPO (if the recipient is not the WPO) of the disclosure. If the disclosure concerns the acts or conduct of the CEO, Chair or WPO, and taking the nature of the disclosure into consideration, it may be necessary to only advise the party or parties not involved with the disclosure (at least initially).

The Whistle-blower Protection Officer will assess all reports that are received and will determine whether the matter falls under this Policy.

If the Whistle-blower Protection Officer determines a report does not fall under or relate to Reportable Conduct, they will advise the person making the report and advise them of how the report will be handled under a separate policy.

A report made that is assessed as falling within this Policy will be investigated:-

- (a) The Whistle-blower Protection Officer will determine whether the investigation will be conducted by an internal or external investigator, depending on the nature of the report;
- (b) The investigator will conduct the investigation as soon as practicable and will ensure it is fair and independent from any persons to whom the disclosure relates;
- (c) The investigator will conduct the investigation promptly, and in an objective and fair manner, ensuring that every individual subject to the investigation is granted sufficient opportunity to reply to allegations before any findings are made;
- (d) Issues identified from the investigation will be resolved or otherwise finalised;
- (e) The Whistle-blower Protection Officer will inform the Discloser of the outcome of the investigation to the extent that it is appropriate to do so. The privacy and fair treatment of the individual/s or organisations mentioned in the disclosure, and any other statutory requirements, will be taken into consideration;
- (f) The details of investigation and the outcome will be informed to the Board, through the Finance, Audit & Risk Committee, on a confidential and anonymous basis.

9. Ensuring Fair Treatment of Individuals Mentioned in a Disclosure:

Any Worker who makes, or is the subject of, a report is encouraged to contact Centacare NENW's EAP.

Centacare NENW will ensure the fair treatment any individual/s mentioned in a disclosure by taking appropriate action, including:-

- a) disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
- b) each disclosure will be assessed and may be the subject of an investigation;
- c) the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported;
- d) when an investigation needs to be undertaken, the process will be objective, fair and independent;
- e) an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken. The employee will be given the opportunity to respond to the matter in the disclosure and “tell their side of the story”;
- f) an employee who is the subject of a disclosure will be encouraged to contact Centacare NENW’s support services (e.g. EAP program).

10. Ensuring That the Policy is Easily Accessible:

Centacare NENW’s Whistle-blower Policy is available to all current staff on its internal server system. The current Policy will also be made available to the public on its website.

Centacare NENW will also demonstrate its commitment to this policy by using other means of communication from time to time, including training sessions, meetings, staff and director inductions, newsletters, internal noticeboards, handbooks, company intranet etc.

11. Discloser Complaints:

If a discloser feels that they have suffered detriment in relation to a disclosure or if they are not satisfied with the outcome of an investigation, the discloser may lodge a complaint with one of the people listed in Section 4. The complaint will be investigated by someone not involved with the original investigation and the matter will be conducted in accordance with the same procedures set out in this document.

Alternatively, a discloser may seek legal advice or lodge a complaint with a regulator, such as ASIC, APRA or the ATO.

If, after investigation, it is found that the discloser has suffered detriment, Centacare NENW may address the detrimental conduct as considered appropriate under the circumstances.