



Whistle Blower Policy

Policy No 2.25

1. Policy Statement

This Whistle Blower Policy (“Policy”) details the framework for receiving, investigating and addressing allegations of Reportable Conduct (see Section 4 for the definition of “Reportable Conduct”) where that Reportable Conduct concerns the activities of Royal Freemasons’ Benevolent Institution (RFBI) or current and former directors, officers, agents, employees and contractors of the Group (“RFBI employees”). If this Policy differs from applicable law, RFBI will apply whichever is more stringent.

2. Policy

RFBI is committed to fostering a culture of ethical behaviour and good corporate governance. RFBI will not tolerate any corrupt, illegal or other undesirable conduct by RFBI employees nor condone victimisation of an individual who intends to report or has reported such conduct as a Protected Disclosure in accordance with this Policy (see Section 3 for definition of “Protected Disclosure”). RFBI supports the reporting of improper conduct.

This Policy is designed to promote open communication throughout RFBI, develop practices that reduce the risk of Reportable Conduct within RFBI, and safeguard the reputation, values and ethics of the Group.

The objectives of this Whistle Blower Policy are to:

- provide any person making an allegation of Reportable Conduct (“Whistle Blower”) with a clear framework within which to make that allegation as a Protected Disclosure;
- ensure any reports of Reportable Conduct are dealt with appropriately;
- provide Whistle Blowers with a clear understanding of how allegations will be handled;
- protect Whistle Blowers from victimisation and retaliation;
- support Whistle Blowers throughout the reporting process;
- afford natural justice and procedural fairness to anyone who is the subject of an allegation of Reportable Conduct.

To support its stated objectives, this Policy provides a framework for Whistle Blowers to make a Protected Disclosure by:

- (a) providing reasonable protections for a Whistle Blower who, acting honestly with genuine or reasonable belief that the information in the allegation is true or likely to be true, raises concerns about Reportable Conduct (see Section 4 of this Policy for examples); and
- (b) ensuring allegations of Reportable Conduct are properly and lawfully investigated and addressed.

3. PROTECTED DISCLOSURES

A “**Protected Disclosure**” is a report of Reportable Conduct made in accordance with this Policy. Nothing in this Policy is intended to abrogate or diminish any additional or alternative protections which may be available at law.

To be protected under this Policy, a Whistle Blower must:

- (a) be acting honestly with genuine or reasonable belief that the information in the allegation is true or likely to be true;
- (b) make the disclosure in accordance with this Policy; and
- (c) not themselves have engaged in serious misconduct or illegal conduct in relation to the Reportable Conduct.

RFBI promotes a culture that encourages the reporting of Reportable Conduct and where a Whistle Blower makes a Protected Disclosure, that person will be protected from disciplinary action, victimisation, retaliation or claims by RFBI as a result of having made the report. The Whistle Blower must, at all times during the reporting process, continue to comply with this Policy.

In circumstances where, for any reason, the identity of the Whistle Blower is known outside of the investigation process, RFBI will take reasonable steps to protect the Whistle Blower from retaliatory or discriminatory action where it has sufficient authority to do so. RFBI has no power to offer any person immunity against prosecution in the criminal jurisdiction or from any civil action which may be brought against the Whistle Blower.

In some jurisdictions, in addition to the protections provided for under this Policy, a person making an allegation of Reportable Conduct may be protected by local law from civil and/or criminal proceedings, and, against retaliatory or discriminatory action as a result of having made an allegation protected by applicable local law. Whistle Blowers should be aware that, in some jurisdictions, making an allegation to a government authority without using RFBI’s internal procedure may result in the loss of Whistle Blower protection available under this Policy.

4. REPORTABLE CONDUCT

This Policy supports the reporting of allegations of serious wrongdoing (“Reportable Conduct”) by RFBI, RFBI Employees or the Group’s independent auditors. Reportable Conduct includes, but is not limited to the following:

- dishonest, corrupt or illegal activities;
- theft, fraud, money laundering or misappropriation;
- a serious breach of the Group’s policies and procedures;
- offering or accepting a bribe;
- use of Group funds or Group resources in a manner that falls within the scope of Reportable Conduct;
- damage/sabotage, violence, drug & alcohol sale/use;
- risks to the health and safety of workers;
- unethical conduct;
- bullying, discrimination, harassment or abuse;
- victimising someone for reporting Reportable Conduct;
- recrimination against someone because they participated in an investigation or review;
- any instruction to cover up or attempt to cover up serious wrongdoing.

This Policy extends to serious wrongdoing that occurs before or after the commencement of this Policy, and is not limited to the above examples.

5. MAKING A REPORT

A Protected Disclosure may be made using the reporting channels outlined below.

5.1. Whistle Blowers

A Whistle Blower may use any of the following channels of communication to make a report:

1. verbally or in writing to their immediate supervisor or department manager;
2. verbally or in writing to a RFBI Whistle Blower Protection Officer (“WPO”) – see Section 5.2 of this Policy below for WPO contact information; or

At any time, an employee who is unsure about whether to make a Protected Disclosure will be entitled to discuss the matter in confidence with their immediate supervisor or department manager or a WPO. In the event a Whistle Blower does not formally make a Protected Disclosure, RFBI may nevertheless be compelled to act on the information provided if that information reasonably suggests Reportable Conduct has occurred or may occur.

Where the Whistle Blower believes RFBI’s internal processes are inappropriate because:

- (a) the alleged Reportable Conduct involves a WPO or an executive officer of RFBI; or
- (b) the Whistle Blower considers the matter should not be referred to a WPO; then

The Whistle Blower may make a report directly to the Chair of the Board of Directors.

5.2. RFBI’s Whistle Blower Protection Officers

Each WPO is appointed by the Board of Directors of RFBI to:

- safeguard the interests of a Whistle Blower;
- assess the immediate welfare and protection needs of a Whistle Blower and, where the Whistle Blower is an employee, seek to foster a supportive work environment;
- respond as appropriate and necessary to any concerns or reports of victimisation by a Whistle Blower.

RFBI’s WPOs are:

- Chief Financial Officer
- Chief of Operations
- Chief of People and Culture

The WPOs may be contacted:

- via webform available on the RFBI website
- via email at privacy@rfbi.com.au;
- in person; or
- via post to the attention of “The Whistle Blower Protection Officers” at PO Box A2019, Sydney South NSW 1235.

5.3. Consequences of making a false report

Anyone who knowingly makes a false report of Reportable Conduct, or who otherwise fails to act honestly with reasonable belief in respect of the report may be subject to disciplinary action, including dismissal (in the case of employees) or professional conduct sanction (in the case of members).

The disciplinary action or sanction will depend on the severity, nature and circumstance of the false report.

6. CONFIDENTIALITY AND PRIVACY

RFBI will make all reasonable efforts to ensure the identity of a Whistle Blower remains confidential throughout the investigation process. RFBI will not disclose a Whistle Blower's identity unless:

- the Whistle Blower consents to the disclosure of their identity;
- disclosure of the Whistle Blower's identity is compelled by law;
- disclosure is necessary to prevent a serious threat to any person's health or safety; or
- it is necessary to protect or enforce the Group's legal rights or interests or to defend any claims.

A Whistle Blower must keep all information relating to any allegation confidential at all times, both during any investigation process and following any resolution of an allegation.

6.1. Anonymous Reports

Whistle Blowers can report anonymously. RFBI respects and protects your identity if you choose to make an anonymous report. You can choose to remain anonymous while making a report, interacting with case managers during an investigation of your report, as well as after your case is closed. At any given time, you can identify yourself, but this is your choice and at no point do you need to do this or will you be forced to provide your identity.

Any supervisor or manager who receives a Whistle Blower report must not disclose that report to anyone other than a WPO or the Chair of the Board of Directors. Unauthorised disclosure of the Whistle Blower's identity or information from which the identity of the Whistle Blower could be inferred will be regarded as a disciplinary matter and will be dealt with in accordance with RFBI's disciplinary procedures.

RFBI will make every endeavour possible to investigate your report, but in some cases, there are limitations of what can be achieved if the informant decides to remain anonymous.

RFBI has the discretion not to investigate if there are insufficient grounds on which to base an investigation. Where contact details are not provided, additional information cannot be obtained should that be necessary. Anonymous disclosures will not receive updates regarding the outcomes of investigations.

7. REPORTING TO EXTERNAL PARTIES (NOT ASIC OR APRA)

The Corporations Act provides added protection to Whistle Blowers that wish to make reports to journalists or a member of the Commonwealth Parliament or a state or territory parliament (parliamentarian). To be provided protection, for reports of matters in the public interest, the following must be followed:

- (a) That employee has previously reported the incident to ASIC or APRA
- (b) 90 days have passed since that report has been made, and the employee does not have reasonable grounds to think the incident has been addressed
- (c) The employee must have a belief that reporting the incident to the press would be in the public interest
- (d) After 90 days has passed since informing ASIC, the employee notifies ASIC that they are informing the press
- (e) The employee reports the incident to the press.

If you disclose your concerns to the public in another way, these protections do not apply

To be provided protection, for reports of emergencies, the following must be followed:

- (a) Report has previously been made to ASIC or APRA,

- (b) Have reasonable grounds to believe there's a substantial threat to health or safety or to the natural environment
- (c) Give ASIC or APRA written notice that includes sufficient information to identify your earlier report and states your intention to make an emergency disclosure. This could be by contact the ASIC officer who considered your concerns and quoting the reference number of your case.
- (d) Report your concerns about the substantial or imminent danger to a journalist or parliamentarian. The extent of the information disclosed is no greater than is necessary to inform the recipient about the substantial and imminent danger.

8. INVESTIGATION

A Whistle Blower's report may only be investigated and acted upon following referral to a WPO. Any other person (such as a supervisor or manager) who receives a report of Reportable Conduct must immediately refer it to a WPO, take no further action and keep the report confidential.

Once received, all allegations of Reportable Conduct pursuant to this Policy must be referred to the WPOs and include, at a minimum, the following details:

- the date the Whistle Blower made the report;
- the date and substance of the Reportable Conduct;
- the identity and level of seniority of the alleged wrongdoer;
- the level of risk associated with the alleged wrongdoing.

All Protected Disclosures will ultimately be reported to the Board of Directors, either as part of the Whistle Blower Register, or as standalone agenda items in circumstances where the WPOs determine this is warranted or necessary. The Chief Executive Officer (CEO) will be made aware of all reports received, unless the report includes the CEO. Where a report includes the CEO the Chairman of the Board will be notified immediately. Where the report involves the Chairman of the Board, the CEO and another Director will be notified immediately.

The WPOs (or the Chair of the Board of Directors, if applicable) will determine whether sufficient information exists to allow the report(s) to be investigated, whether an investigation is required, and, if so, determine the appropriate investigation process, including:

- the nature and scope of the investigation;
- who will conduct the investigation and whether that person should be external to RFBI;
- the nature of any technical, financial or legal advice that may be required;
- a timeframe for the investigation (having regard to the allocated level of risk).

Where the WPO's determine that the allegations are serious then they must report these to the Chairman of the Board of Directors.

8.1. Investigation Findings

The Whistle Blower will, if RFBI deems it appropriate and permissible to do so, be informed on a continuing basis as to the nature and progress of the investigation.

RFBI may be required to refer an allegation of Reportable Conduct to the Police or other agency (e.g. the Australian Securities and Investments Commission (ASIC) or the Australian Prudential Regulation Authority (APRA)). In such circumstances, RFBI may not be able to keep a Whistle Blower informed on the progress of a Protected Disclosure.

RFBI will apply principles of procedural fairness and natural justice to the conduct of any investigation and resultant findings arising under this Policy.

Where the Whistle Blower is not satisfied with the result, they can escalate this to the Chair of the Board of Directors. They can provide this escalation in writing so that a formal review can take place. While the Chair commits to review the request, RFBI is under no obligation to reopen the investigations. It is concluded that the investigation was conducted properly and no new information exists that would change the results of the investigation, the investigation will be concluded.

8.2. Record Keeping and Accountability

The person leading any investigation will report their findings to the relevant WPO (or directly to the Chair of the Board of Directors if the WPOs have a conflict as contemplated by this Policy) and advise the recommended course of action (if any) that RFBI should take in response to the findings. Such action may include a disciplinary process or another form of escalation of the report within or outside of the Group.

A WPO and the Chair of the Board of Directors will determine the action (if any) to be taken. If appropriate, and subject to any applicable confidentiality, privacy or legal constraints, the WPO may notify the Whistle Blower of the conclusion of the investigation and the action taken.

RFBI's Privacy Officer is the officer responsible for:

- (a) establishing and maintaining the Whistle Blower Service;
- (b) generating and distributing the Whistle Blower Service details to the WPOs;
- (c) communicating this Policy and the Whistle Blower Service details to RFBI business units and members; and
- (d) otherwise ensuring maintenance and adherence to this Policy.

RFBI will establish and maintain a record of all reports of Reportable Conduct received, the investigation process undertaken and any actions taken to resolve the matter ("Whistle Blower Register"). This will be reported to the Board on a quarterly basis.

The WPOs will:

- (a) coordinate and support the impartial investigation of Protected Disclosures;
- (b) submit a quarterly summary report to the Board of Directors, which provides statistics of:
 - the number of reports received, per quarter;
 - for each report, the type of misconduct alleged, the level of seniority of the alleged wrongdoer and the level of perceived risk;
 - for each report, the time taken to investigate it;
 - the conclusion of each investigation (upholding or dismissing the report) and the nature of the action taken (such as disciplinary action).

The Chair of the Board of Directors shall periodically review the Whistle Blower Register to ensure that proper processes are being followed.

9. VICTIMISATION

RFBI is committed to ensuring that any person who reports Reportable Conduct, acts as a witness or participates in any way with respect to a report of Reportable Conduct is not victimised.

RFBI will thoroughly investigate reports of victimisation. If proven, those who have victimised a person may be subject to management action (including disciplinary action or dismissal).

10. SUPPORT

The WPO can initiate or coordinate support for employees who have or are in the process of making a report. As a first step, employees can contact RFBI's employee assistance provider – LifeWorks, call 1300 361 008.

Related Legislation and Policies:

- Privacy Act 1977
- RFBI Code of Conduct

Policy Review

Review to this policy and procedures will be conducted from time to time, for example when legislative changes occur that require such review, or at scheduled review dates.

Authority

This policy is authorised under delegation by:

Frank Price
Chief Executive Officer