
ANTI-FRAUD WHISTLEBLOWER PROTECTION POLICY

SCOPE

The Anti-Fraud Whistleblower Protection Policy applies to the Trustees, Staff, grantees, consultants and volunteers.

RELATED BYLAWS

No bylaws related to this policy.

POLICY

General

The Foundation expects its Trustees and the Headwaters Foundation employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities on behalf of the Foundation. As employees and representatives of the Foundation, such Trustees and employees must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations and all policies of the Foundation.

“Wrongful Conduct” is any activity in violation of any State, Federal, local law, regulation or any Foundation policy undertaken by a director, officer or employee in the performance of such individual’s official duties, whether or not such activity is within the scope of his or her intended responsibilities on behalf of the Foundation. This includes, but is not limited to, corruption, malfeasance, bribery, theft, fraud, coercion, conversion, malicious prosecution, harassment, or misuse of the Foundation’s property and facilities.

Wrongful Conduct of any kind is prohibited.

Reporting Responsibility

It is the affirmative duty and responsibility of all Trustees and employees to report Wrongful Conduct to an “Appropriate Representative” of the Foundation in accordance with the provisions of this Policy. This duty is ongoing, and includes the duty and responsibility to reasonably participate in any investigation or executive action necessary to correct or remedy the Wrongful Conduct.

An Appropriate Representative of the Foundation for a Trustee or the CEO is duly assembled quorum of the Board of Trustees or legal counsel representing the Foundation. An Appropriate Representative of the Foundation for an employee, other than the CEO, is any person with supervisory authority of that employee, within the chain of supervision of that employee, so long as that person is not implicated as having participated in the Wrongful Conduct being reported.

Reporting Procedure

Once Wrongful Conduct is reported to an Appropriate Representative, that person will determine the best corrective or remedial action to take to address the Wrongful Conduct, including whether further reporting is proper. Further reporting is proper if the actual or perceived Wrongful Conduct constitutes a material risk to Headwaters Foundation, any of its employees, Trustees, guests and invitees, grantees, contractors, or other persons involved with Headwaters Foundation business.

No Retaliation

No CEO, Trustee or Headwaters Foundation employee who reports Wrongful Conduct in good faith in accordance with this Policy shall suffer harassment, retaliation or adverse employment consequence. A Headwaters Foundation person that retaliates against someone who has reported Wrongful Conduct in good faith is subject to discipline up to and including termination of employment or removal from the Board. This Policy is intended to encourage and enable Headwaters Foundation employees and others to raise serious concerns regarding actual or possible Wrongful Conduct with the Foundation.

The CEO, Trustees and Headwaters Foundation employees are also protected against retaliation for providing information to, or otherwise cooperating in an investigation by, a regulatory authority or law enforcement agency, any member of Congress or committee of Congress, or any person with supervisory authority over an employee or who has authority to investigate, discover or terminate Wrongful Conduct where such information or investigation relates to any conduct of the Foundation that the reporting individual believes constitutes Wrongful Conduct within the meaning of this Policy. Any CEO, Trustee or Headwaters Foundation employee who files, testifies, participates in, or otherwise assists in a proceeding relating to alleged Wrongful Conduct is also protected against retaliation. Acts of retaliation by any CEO, Trustee or Headwaters Foundation employee are prohibited. This policy does not prohibit any ability of Headwaters Foundation to take action to address Wrongful Conduct attempted or committed by any employee or Trustee.

Acting in Good Faith

Anyone filing a report concerning a violation or suspected violation of law or other Wrongful Conduct must be acting in good faith and have reasonable cause for believing the information disclosed indicates a violation of law or other Wrongful Conduct. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense, possibly constituting Wrongful Conduct in and of itself.

Confidentiality

Reports of Wrongful Conduct may be submitted on a confidential basis by the complainant or may be submitted anonymously. Such reports will be kept protected and confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Wrongful Conduct

The CFO, CEO or other officer will make every effort to notify the individual who has made a report under this Policy of the Foundation's receipt of the report of Wrongful Conduct within five business days

of his or her receipt of the report. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

MATERIALS REFERENCED

No materials referenced