

Whistleblower Policy

Approved date	October 2022
Review frequency	Every three years
Review date	August 2025
Approved by	Board
Related Policies	Code of Conduct Fraud and Corruption Control Policy Workforce Policy
References and legislation	Corporations Act 2001 (Cth), Part 9.4AAA Australian Securities and Investment Commission (ASIC) Information Sheet: INFO 247 (30 June 2020) Company officer obligations under the whistleblower protection provisions. Australian Securities and Investment Commission (ASIC) Information Sheet: INFO 238 (1 July 2019) Whistleblower rights and protections.
Supporting documents, procedures and forms	Incident Form
Policy Owner	Chief Executive Officer

1. INTRODUCTION

This Policy documents COORDINARE’s process in which former and current employees, contractors and officers and other eligible people can report concerns about serious instances of misconduct or an improper state of affairs, confidentially and without fear of retaliation.

2. DEFINITIONS

Misconduct	The definition of ‘misconduct’ in the <i>Corporations Act</i> includes fraud, negligence, default, breach of trust and breach of duty. ‘Improper state of affairs or circumstances’ is not defined in the <i>Corporations Act</i> and is intentionally broad. It may not involve unlawful conduct but may indicate a systemic issue that a relevant regulator should know about to properly perform its functions. It may also relate to unethical business behaviour and practices that may cause consumer harm.
Whistleblower	A whistleblower is a person who reports suspected or actual misconduct or breaches of the law, in accordance with this Policy.

3. SCOPE

This Policy applies to all current and former employees, contractors, volunteers, suppliers, commissioned providers, as well as Directors and other officers of COORDINARE.

4. RESPONSIBILITIES

Board of Directors	<ul style="list-style-type: none"> • Ensure that COORDINARE has processes in place for complying with its duty under the relevant legislation and exercise due diligence. • Comply with this Policy in relation to protecting the identity of the whistleblower and ensuring that allegations are appropriately investigated.
Board Chairperson	<ul style="list-style-type: none"> • Serve as an Eligible Recipient and refer any disclosures to the WPO. • Approve external investigation to be conducted if required and authorise redress or corrective actions arising from external investigation reports (either alone or in conjunction with CEO).
Chief Executive Officer	<ul style="list-style-type: none"> • Develop, implement, and monitor processes that: <ul style="list-style-type: none"> - ensure that the organisation complies with the provisions of the Corporations Act. - support the detection and reporting of misconduct and protect individuals who report such matters. - promote a culture of openness and accountability. • Serve as an Eligible Recipient and refer any disclosures to the WPO. • Approve external investigation to be conducted if required and authorise redress or corrective actions arising from external investigation reports (either alone or in conjunction with Board Chairperson).
Director Corporate Services	<ul style="list-style-type: none"> • Understand and adhere to the requirements of this Policy, the whistleblower provisions of the <i>Corporations Act</i>, as well as other protections in Work Health and Safety (WHS) legislation and public interest disclosure legislation. • Serve as an identified Whistleblower Protection Officer (WPO) who has responsibility for advising and protecting potential whistleblowers receiving disclosures of alleged misconduct and overseeing and documenting any investigations.
Supervisors	<ul style="list-style-type: none"> • Understand and adhere to requirements of this Policy. • Ensure that all employees are aware of this Policy. • Refer any matters brought to their attention that could be protected under this Policy to the WPO.
Employees, contractors, Directors and other officers	<ul style="list-style-type: none"> • Must not victimise anyone involved in a whistleblower disclosure. • Report actual or suspected misconduct in accordance with this Policy. • Cooperate and respond appropriately in the event of an investigation. • Where appropriate, deal with information relating to a whistleblower allegation in a confidential manner. • Must not make a vexatious or knowingly false complaint.

5. POLICY STATEMENT

COORDINARE is committed to the highest standards of legal, ethical, and moral behaviour and recognises that having a whistleblower policy is an important element in identifying corrupt, illegal, or other undesirable conduct. COORDINARE is bound by the *Corporations Act 2001*, including the provisions under Part 9.4AAA, which relate to the protection of whistleblowers. COORDINARE may also be bound by federal and state public interest disclosure legislation (see Appendix).

All disclosures made under this Policy will be treated confidentially, and appropriate protections will be available to **eligible whistleblowers**, including their right to be safe from any form of **retaliation or victimisation** resulting from a disclosure under this Policy.

A worker who detects or has reasonable grounds for suspecting a reportable matter, as defined in this policy may raise any concerns with the Whistleblower Protection Officer (the Director Corporate Services) or other eligible recipient. A contractor or commissioned provider who raises a potential issue with a COORDINARE staff member must be referred to the WPO who will provide them with a copy of this Policy and advise as to the appropriate procedure.

6. WHEN IS A DISCLOSURE PROTECTED?

For a disclosure relating to COORDINARE to be protected under whistleblower legislation, the following must apply:

- The discloser is an **eligible whistleblower**
- The disclosure is made to an **eligible recipient**, and
- The discloser has **reasonable grounds** to suspect the information concerns **reportable matters** such as serious misconduct or an improper state of affairs or circumstances.

7. ELIGIBLE WHISTLEBLOWERS

Eligible whistleblowers include most people with a connection to a company or organisation who may be in a position to observe or be affected by misconduct and may face reprisals for reporting it. Eligible whistleblowers include current or former:

- COORDINARE employees
- Officers of COORDINARE (e.g. Directors of the Board, company secretary, CEO)
- Contractors, or an employee of a contractor, who has supplied goods or services to COORDINARE. This can be either paid or unpaid and can include volunteers.
- Commissioned providers, or an employee of a commissioned provider.
- Any associate of COORDINARE, usually a person with whom the company or organisation acts in concert.
- A spouse, relative or dependent of any of the above people.

Note: customers and clients are not considered eligible whistleblowers under the Corporations Act.

8. REPORTABLE MATTERS

A reportable matter (referred to in the *Corporations Act* as Disclosable Matters) is any information from an eligible whistleblower who has reasonable grounds to suspect that the information concerns:

- Misconduct (fraud, negligence, default, breach of trust and breach of duty)
- An improper state of affairs or circumstances
- A breach of the *Corporations Act* or other financial legislation
- A breach of the law that carries a penalty of imprisonment of 12 months or more.
- Danger to the public or the financial system.

The information can be about conduct by COORDINARE, an officer or COORDINARE worker, an affiliated company, or an officer or employee of the affiliated company.

8.1. Examples of Reportable Matters

Reportable matters may include:

- Failure to comply with, or breach of, legal or regulatory requirements relating to COORDINARE's operations or activities.
- Unethical behaviour, such as accepting or offering a bribe.
- Dishonest, fraudulent, corrupt, or unlawful behaviour.
- Official misconduct or maladministration.
- Improper or misleading accounting or financial reporting practices.
- Systemic failures at COORDINARE (e.g. In clinical governance).
- Conduct that involves harassment, discrimination, bullying or victimisation that do not solely relate to personal work related grievances.
- Conduct that involves any other kind of serious impropriety, such as a serious and substantial waste of public resources, practices endangering the health or safety of employees, stakeholders or the general public, or practices endangering the environment.
- Conduct that may cause loss to COORDINARE or be detrimental to its interests.

Definitions of fraud and corruption can be found in the COORDINARE Fraud and Corruption Control Policy.

8.2. Issues not covered under the Whistleblower Policy

A disclosure solely about a personal work-related grievance is not covered by the whistleblower protections. **Workplace grievances** such as interpersonal conflicts or issues related to transfer, promotion or disciplinary decisions are dealt with under other COORDINARE policies relating to WHS and workplace policies. Employees may still have rights and protections under other workplace laws (Fair Work Act 2009), even if the whistleblower provisions do not apply to their disclosure.

A disclosure of a personal work-related grievance may still fall under the whistleblower provisions if:

- The person suffers or is threatened with **retaliation** for making the disclosure.
- The disclosure includes information about reportable matters in addition to the personal work-related grievance.
- The disclosure suggests misconduct that has significant implications for the company beyond the discloser's personal circumstances.

Individuals are encouraged in all cases to seek advice or report to their Supervisor under the policies we have in place for workplace grievances and complaints. If required, people can also seek advice from the Director Corporate Services if there is any uncertainty whether particular conduct is covered under this Policy.

The Director Corporate Services can also advise if other reporting obligations are required such as under federal and state public interest disclosure legislation (see Appendix).

9. REPORTING A DISCLOSURE TO AN ELIGIBLE RECIPIENT

Whistleblowers will only be entitled to whistleblower protections when they disclose their concerns to specific people, called *eligible recipients*. A disclosure can be made in writing or verbally. The disclosure must include a description of the grounds for raising the matter, with as much detail as possible. If the disclosure is made in writing, any supporting evidence should be included where possible.

Advice can be sought from the Director Corporate Services regarding this Policy before making a formal disclosure.

9.1. Making An Internal Disclosure

If the whistleblower wishes to disclose the matter internally, they can report to one or more of the following eligible recipients:

- Director Corporate Services (i.e. the Whistleblower Protection Officer).
- COORDINARE CEO
- COORDINARE Board Chairperson

Eligible recipients must ensure they do not breach the whistleblower provisions when handling a whistleblower disclosure. Their main legal obligations are to not:

- Disclose a whistleblower's identity or information likely to lead to their identification, unless that disclosure is authorised under the law.
- Cause or threaten to cause detriment to (or victimise) a whistleblower for making their disclosure.

Refer to Appendix A– Whistleblower Reporting & Investigation Flowchart

9.2. Making an External Disclosure

Disclosures can also be made to external eligible recipients, under certain situations. COORDINARE will not automatically become aware of a report and therefore may not be able to respond to it in accordance with this Policy should a whistleblowing disclosure be made to a regulator or other party outlined below.

Reporting to regulators	An individual will be covered by the protections outlined in this Policy if they have reported their concerns to a regulatory body such as ASIC or another relevant authority.
COORDINARE's Auditor	An individual will be covered by the protections outlined in this Policy if they have reported their concerns to COORDINARE's Auditor: Mr Michael Mundt Daley 98 Kembla Street Wollongong NSW 2500 Telephone: 4229 6477 The Auditor will follow their own internal procedures for handling a whistleblower disclosure.
Reporting to a legal practitioner	An individual may also inform their lawyer (at their own cost) about suspected Reportable Matters for the purpose of obtaining legal advice or representation about the operation of the whistleblower provisions. Such a disclosure to their lawyer will still be protected under this Policy and by legal privilege.
Public interest and emergency disclosures	Whistleblowers will be protected by law when acting in accordance with this policy, and when raising the issue internally first. In certain situations, the misconduct may be of such gravity and urgency that disclosure to the media or a parliamentarian is necessary. A public interest or emergency disclosure can only be protected given other requirements are met. For public interest disclosures, the whistleblower must have specifically notified the regulator ASIC and then have waited 90 days before being able to raise the concern with a journalist or member of parliament and only after they have notified ASIC that they intend to make a public interest disclosure. Other types of public interest disclosure are described in Section 13.

	In the case of an emergency disclosure, there is no waiting period. COORDINARE strongly advises that the whistleblower should seek legal advice prior to making a public interest or emergency disclosure.
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10. PROTECTION AND SUPPORT

Eligible whistleblowers will be given the protections described below.

10.1. Anonymity and confidentiality

Whistleblowers are entitled to make anonymous reports, although they need to be aware this may affect the ability to investigate the matter and may make it impossible to give feedback on the outcome of any investigation. Anonymous disclosures may also affect COORDINARE's ability to protect the whistleblower from detriment.

For disclosures which are not made anonymously, COORDINARE will obtain the whistleblowers consent before disclosing their identity, or any information likely to lead to their identity. Once a disclosure has been received, the whistleblower's identifying details cannot be disclosed to others, *even to other eligible recipients*. The only exceptions to this are when reporting to ASIC, the Australian Federal Police, a Commonwealth authority, or a legal practitioner in order to obtain legal advice about the matter. Information that may indirectly lead to the identity of a whistleblower can be disclosed if it is reasonably necessary for the purposes of investigating the matter. COORDINARE will take all reasonable steps to reduce the risk that the whistleblower will be identified.

The Corporations Act makes it illegal (through a criminal offence and a civil penalty) for someone to disclose the identity, or information likely to lead to the identification, of a whistleblower. All documents and records relating to disclosures will be stored securely and access to all information relating to a disclosure will be limited to those directly involved in managing and investigating the disclosure.

The whistleblower is also expected to maintain confidentiality regarding the matter and to refrain from discussing the matter with any unauthorised persons.

10.2. Legal immunity

Conferring immunity on a whistleblower for certain types of legal action avoids some of the harm that a whistleblower might otherwise suffer as a result of making a disclosure. A whistleblower is also protected from any of the following in relation to their disclosure:

- Civil liability (e.g. any legal action against the whistleblower for breach of an employment contract, duty of confidentiality or another contractual obligation).
- Criminal liability (e.g. attempted prosecution of the whistleblower for unlawfully releasing information, or other use of the disclosure against the whistleblower in a prosecution, other than for making a false disclosure)
- Administrative liability (e.g. disciplinary action for making the disclosure).

However, if a whistleblower reports misconduct *which they participated in*, COORDINARE is not able to provide that person with immunity from liability for that misconduct. A whistleblower may still be liable for any misconduct they took part in, regardless of whether they later report it as a whistleblower. People who witness misconduct, but fail to report it, may themselves be liable to disciplinary action or may be prosecuted under civil or criminal legislation.

10.3. Protection from retaliation and victimisation

- Dismissal from their employment.
- Causing injury in their employment.

- Altering their position or duties to their disadvantage.
- Discriminating between them and other employees.
- Harassment or intimidation.
- Harm or injury, including psychological harm.
- Damaging their property.
- Damaging their reputation.
- Damaging their business or financial position.
- Causing them any other damage.

Any retaliatory action or victimisation in reprisal for a disclosure made under this Policy will be treated as serious misconduct by COORDINARE and will result in disciplinary action and may also attract criminal penalties. Any person who feels that they have been subjected to any behaviour that violates this Policy should immediately report the behaviour to their Supervisor or the Director Corporate Services.

10.4. Compensation

A whistleblower can seek compensation through a court if they suffer loss, damage, or injury for making a disclosure. If a worker experienced detriment for reporting misconduct, the court may order the person causing the detriment or the employer to provide compensation.

10.5. Supporting whistleblowers

COORDINARE recognises that making a report under this Policy can be difficult and is committed to ensuring that the whistleblower is supported throughout the process. The support provided may include:

- Keeping the whistleblower informed of the progress of an investigation
- Offering support services (including counselling or other professional services)
- Suggesting strategies to help minimise and manage stress, time or performance impacts, or other challenges resulting from the disclosure or its investigation. This may include making modifications to the whistleblower workplace or the way they perform their work duties or reassigning or relocating other staff involved in the matter.
- Ensuring that supervisors are aware of their responsibilities to maintain the confidentiality of a disclosure, address the risks of isolation or harassment, manage conflicts, and ensure fairness when managing the performance of, or taking other management action relating to, a whistleblower.
- Interventions for protecting a whistleblower if retaliation has already occurred— for example, investigating and addressing the retaliation or victimisation.

10.6. Supporting the person against whom a report is made

COORDINARE recognises that individuals against whom a report is made must also be supported during the handling and investigation of the report. COORDINARE will take reasonable steps to ensure that the person is treated fairly, and due process is followed during the assessment and investigation process. Counselling will also be offered to this person and a support person may be provided.

11. INVESTIGATION OF THE REPORTABLE MATTER

All disclosures of alleged reportable matters made under this Policy will be properly assessed, and if appropriate, independently investigated in a lawful and prompt way according to the principles of natural justice and procedural fairness. The objective of the investigation will be to find evidence that either substantiates or refutes the claims made by the whistleblower.

The investigation will generally be conducted by an external party; it will not be conducted by a person who

may be the subject of the investigation or has a conflict of interest (actual or perceived) to the person or matters under investigation.

The Whistleblower Protection Officer (WPO) will provide regular updates to the whistleblower (if they can be contacted) regarding the investigation's progress or outcome (subject to considerations of the privacy of those against whom allegations are made). The frequency and timeframe may vary depending on the nature of the matter being investigated.

Briefly, once a disclosure of alleged or suspected misconduct has been received by the WPO, the following will take place:

- The WPO will conduct an **eligibility assessment** whether the matter is reportable matter under this Policy and if the Whistleblower Policy applies.
- The WPO will **make a recommendation** to the CEO or Board Chairperson (or both) if an external investigation is required into the alleged reportable matter(s), , or if the allegation should be resolved using alternative policy mechanisms (e.g. under WHS) etc.
- On approval of external **investigation is approved** by the CEO or Board Chairperson, the WPO will organise an **external investigation to commence** in a timely manner, and abiding by the principles of natural justice and procedural fairness. Allegations of fraud and corruption will be investigated as per the Fraud and Corruption Control Policy.
- The CEO or Board Chairperson (or both) are responsible for **receiving the investigation report** and **approving any appropriate redress or corrective actions** to be taken and, where required, referred to other external regulatory bodies or law enforcement for further action.
- The WPO is responsible for overseeing all matters in relation to the external investigation process including notifying the whistleblower of the progress of any investigation and any decisions taken by the CEO and Board Chairperson (where appropriate to do so).
- Any follow-up actions taken as a result of the investigation will be documented by the WPO.
- The CEO or Board Chairperson will declare the matter closed on receipt of the **final report** detailing the completion of required redress actions.

If the WPO, the CEO or the Board Chairperson is involved in the allegation or has a conflict of interest, then their role in the investigation process will be replaced by one of the other eligible recipients.

Refer to Appendix A– Whistleblower Reporting & Investigation Flowchart

12. FALSE OR VEXATIOUS DISCLOSURES

Generally, if a person makes a protected disclosure, they are protected from legal liability for making the disclosure. However, a person is not protected for a false claim. Where a person purporting to be a whistleblower has knowingly or recklessly made a false report of misconduct, then that conduct itself may be considered grounds for disciplinary action, which can include dismissal or termination of contract in serious cases.

13. OTHER PUBLIC INTEREST DISCLOSURE REQUIREMENTS

If the suspected misconduct concerns government funding, there may be additional obligations and protections under the:

- Public Interest Disclosure Act 2013 (Cth) - for Commonwealth funding.
- Protected Disclosures Act 1994 (NSW) – for NSW Government funding.

The Director Corporate Services can advise if the above legislation applies.

14. EDUCATION AND AWARENESS

The onboarding process will incorporate information about this Policy for all new employees, directors and other officers and contractors. A copy of the Policy will be available to all employees on the staff intranet. Relevant information will be available on the public website.

VERSION HISTORY

Date	Version	Approved by	Reason for update
Jul 2015	1.0	Board	New policy
Oct 2017	2.0	Board	Periodic review
Aug 2020	3.0	Board	Updated to include 2019 whistleblower provisions in the Corporations Act 2001 (Cth) and the role of the Director Corporate Services.
Oct 2022	4.0	Board	Periodic review Responsibilities clarified. Executive Team (and Supervisors) removed as Eligible Recipients. Auditors classified under external reporting mechanism. Appendix A added – Whistleblower Reporting & Investigation Flowchart.

APPENDIX A

Whistleblower Reporting & Investigation Flowchart

