



## **Whistleblower Policy (Version 1, March 2020)**

### **1. Policy Statement**

Australian Evaluation Society Limited (AES) is committed to the protection of individuals who disclose information about illegal or improper conduct occurring within AES. This policy has been adopted to provide a safe and confidential environment where such concerns can be raised by whistleblowers without fear of reprisal or detrimental treatment.

This policy sets out:

- Who is entitled to protection as a whistleblower under this policy
- The protections whistleblowers are entitled to under this policy
- How disclosures made by whistleblowers in accordance with this policy will be handled by AES.
- This policy applies to all Directors, officers, employees, members, volunteers, and contractors of AES.

This policy is available to officers and employees in the about us section of our website ([www.aes.asn.au](http://www.aes.asn.au))

### **2. Who Is Eligible For Whistleblower Protection Under This Policy?**

To be treated as a whistleblower under this policy you must:

- Be one of the individuals set out in section 2.1
- Disclose information regarding the type of matters set out in section 2.2
- Disclose that information to one of the persons identified in section 2.3.

#### **2.1. Who may make a disclosure?**

Disclosures can be made by current or former:

- Officer, employee or volunteer of AES
- Contractor or supplier of goods and services to AES, or their current and former employees, paid or unpaid, or
- Spouse, relative or dependent of one of the people referred to above.

While you must hold or have held one of these roles to access the protections, you do not have to identify yourself or your role, and you can choose to disclose information and concerns anonymously.

## **2.2. What types of matters can be disclosed?**

Disclosures can be about improper conduct which you suspect on reasonable grounds has occurred or is occurring within AES, including conduct by an officer or employee of AES. However, disclosures cannot be made under this policy about solely personal work-related grievances. Such matters will be dealt with in accordance with the Staff Grievance processes.

Examples of disclosable matters include:

- Illegal conduct at AES, or by an officer or employee of AES, such as fraud, corruption, bribery, theft, violence, harassment or intimidation, criminal damage to property or other breaches of applicable laws
- Misconduct or improper state of affairs or circumstances in relation to AES, including in relation to:
  - Corporate governance
  - Accounting or audit matters
  - Tax affairs, or the tax affairs of an associate of AES
  - Substantial mismanagement of AES resources
  - Conduct at AES that represents a danger to the public (including public health, safety or the environment)
  - Conduct at AES which amounts to an abuse of authority
  - Conduct which may cause financial loss to AES or damage to its reputation or be otherwise detrimental to AES's interests.

## **2.3. Who should I disclose to?**

Our Disclosure Coordinators are:

- The Company Secretary/ Chief Executive Officer,
- The President if the matter directly involves the Chief Executive Officer

Please refer to Schedule I (Contact Details for details of our Disclosure Coordinators)

Alternatively, you can make a disclosure to any one of the following:

- An officer within AES
- An auditor or member of an audit team conducting an audit on AES
- If the disclosure concerns AES's tax affairs or the tax affairs of an associate of AES:
  - AES's registered tax agent or BAS agent

If the matter involves both the President and Chief Executive Officer, the Disclosure Coordinator is to be appointed from the Directors, apart from the President.

## **3. Confidentiality**

### **3.1. Whistleblower identity must be kept confidential**

Subject to section 3.2, the identity of a whistleblower (or information that is likely to lead to their identity becoming known) must be kept confidential unless the whistleblower has consented to the disclosure.

### **3.2. Permitted exceptions**

The identity of a whistleblower (or information that is likely to lead to their identity becoming known) may be disclosed without the whistleblower's consent if the disclosure is made to:

- An external lawyer for the purpose of obtaining legal advice or legal representation in relation to the operation of the Australian whistleblower laws
- The Australian Federal Police
- The Australian Securities and Investments Commission
- The Australian Prudential Regulatory Authority
- The Australian Commissioner of Taxation if the disclosure concerns AES's tax affairs or the tax affairs of an associate of AES

### **3.3. Provision of whistleblower information to a court or tribunal**

No person at AES may disclose or produce to a court or tribunal any information or documents which discloses the identity of a whistleblower (or information likely to lead to their identity becoming known) without seeking the advice of our legal advisor.

## **4. Prohibition Against Victimisation**

No person at AES may cause or threaten any detriment to any person for a reason which includes that they or any other person:

- Is or proposes to be a whistleblower, or
- Is suspected or believed to be, or could be a, whistleblower

“detriment” includes (but is not limited to)

- Dismissal
- Injury of an employee in their employment
- Alteration of an employee's position or duties to their disadvantage
- Discrimination, harassment or intimidation
- Harm or injury including psychological harm
- Damage to property, reputation or financial position-
- Taking action against a whistleblower to enforce a right (for example, a breach of confidentiality ) or subjecting them to liability or action simply because they have made a disclosure

However, a whistleblower may be held liable for any personal misconduct revealed by their disclosure or an investigation following a disclosure.

## **5. Investigations Of Information Disclosed Under This Policy**

When a disclosure is made which may fall under this policy, the following steps must be followed except where, in the opinion of the Disclosure Coordinator, it would be inappropriate or unreasonable in the circumstances to do so:

- Any person listed in section 2.3 who receives the information must provide the information to a Disclosure Coordinator as soon as practicable, removing any information which identifies or may identify the discloser of the information (the potential whistleblower)
- As soon as practicable, the Disclosure Coordinator responsible for the matter must determine whether the disclosure falls within the scope of this policy and, if so, appoint an investigator with no personal interest in the matter to conduct an investigation into the matters disclosed, if they determine it to be necessary or appropriate
- The investigator must conduct any investigation in an objective and fair manner, ensuring to provide any employee who has been adversely mentioned in information provided by a whistleblower an opportunity to respond to the allegation made in respect of them prior to any adverse finding being made
- The outcome of the investigation must be reported to the Board or its delegated subcommittee, and may be reported to the whistleblower and any persons affected as the Disclosure Coordinator considers appropriate
- Subject to the exceptions allowed under section 3.2 of this policy or otherwise by law, the identity of a whistleblower (or information that is likely to lead to their identity becoming known) must be kept confidential at all times during and after the investigation (including in any reporting to the Board or to any persons affected). All persons responsible for or involved in an investigation must take all reasonable steps to reduce the risk that a whistleblower will be identified
- A whistleblower may raise any concerns or complaints regarding this policy or their treatment with the Disclosure Coordinator.

## **6. Reporting To The Board Or Its Delegated Subcommittee**

Subject to the confidentiality obligations in Section 3, the Company Secretary must provide the Board or its delegated subcommittee quarterly updates on all material whistleblower matters, including information on:

- The status of any investigations underway
- The outcomes of any investigations completed and actions taken as a result of those investigations.

## **7. How This Policy Interacts With Australian Whistleblower Laws**

By making a disclosure in accordance with this policy, you may be afforded protection under Australian whistleblower laws.

While this policy principally deals with the internal disclosures of information, Australian whistleblower laws also protect some types of disclosure made to external parties (such as to legal representatives, the Australian Securities and Investments Commission (ASIC), to the Australian Commissioner of Taxation, members of parliament or journalists). Any person who is a whistleblower under Australian whistleblower laws must be treated in accordance with, and is entitled to, protections afforded by, this policy.

For more information about these laws, see the information available on the ASIC website and the ATO website.

## **8. Policy Review**

This policy must be reviewed by the Chief Executive Officer at least every 2 years to ensure that it is operating effectively.

## **9. Consequences For Non-Compliance With Policy**

Any breach of this policy by an officer, employee, volunteer or contractor will be taken seriously by AES, and may be the subject of a separate investigation and/or disciplinary action.

A breach of this policy may also amount to a civil or criminal contravention under the Australian whistleblower laws, giving rise to significant penalties.

## **10. Definitions**

*Associate* means any individual who is:

- An associate within the meaning of the Corporations Act
- If the disclosure relates to our tax affairs, an associate within the meaning of section 318 of the Income Tax Assessment Act 1936 (Cth)
- Australian whistleblower laws means either or both of regimes contained in Part 9.4AAA of the Corporations Act and Part IVD of the Taxation Administration Act 1953 (Cth)

*Corporations Act* means the Corporations Act 2001 (Cth)

*Detriment* has the meaning given in section 4 of this policy

*Disclosure Coordinators* means the person(s) identified in section 2.3 of this policy

*Family member* means a

- Spouse, parent, child, sibling or other relative of an individual
- Dependent of the individual or their spouse

*AES* means Australian Evaluation Society Limited

*Officer* has the same meaning as in the Corporations Act (which includes but is not limited to directors and company secretary)

*Personal workplace grievances* mean a grievance about any matter in relation to an individual's employment or former employment which has, or tends to have, implications only for the individual personally, and where the information does not

- Have significant implications to the entity to which it relates, or any other entity, that does not relate to the individual
- Concern whistleblower victimisation (see section 4 of this policy)
- Concern the following types of misconduct or an improper state of affairs or circumstances
  - A criminal offence or contravention of the Corporations Act or Australian Securities and Investments Commission Act 2001 (Cth) suspected to have been committed by AES, or an officer or employee of AES
  - A Commonwealth criminal offence punishable by more than 12 months imprisonment suspected to have been committed by AES, or an officer or employee of AES

- A danger to the public or the financial system posed by AES, or an officer or employee of AES
- Misconduct or an improper state of affairs or circumstances in relation to AES's tax affairs

*Relative* has the same meaning as in the Corporations Act

*Spouse* means the married, de facto or registered partner of the individual

*Tax affairs* means affairs relating to any tax imposed by or under, or assessed or collected under, a law administered by the Australian Commissioner of Taxation.

*Whistleblower* means a person who is eligible for protection as a whistleblower under this policy or under the Australian whistleblower laws

### **Schedule I Contact Details**

The contact details for AES's Disclosure Coordinators as at March 2020 are:

#### **Company Secretary/ Chief Executive Officer**

Room 605, Level 6  
100 Leicester Street  
CARLTON, VICTORIA, 3053

Telephone +61 3 90353484  
Email: bill.wallace@aes.asn.au

#### **President**

Room 605, Level 6  
100 Leicester Street  
CARLTON, VICTORIA, 3053

Telephone +61 3 90353484  
Email: president@aes.asn.au

AES Directors

Directors are listed at: <https://www.aes.asn.au/about-us/aes-governance/board.html>

### **Revision to this policy**

The policy is to be reviewed annually by CEO and changes submitted for consideration by the Board.

<b>Version</b>	<b>Approved By</b>	<b>Approval Date</b>	<b>Effective Date</b>	<b>Sections Modified</b>
1	AES Board	22 March 2020	22 March 2020	First draft
2				