

1. Rationale

- 1.1 The Australian Rural Leadership Foundation (**ARLF**) values appropriate standards of behaviour and conduct across all its dealings and activities.
- 1.2 ARLF encourages and supports Whistleblowers to disclose actual or suspected instances of conduct that may be illegal, unethical or have the potential to bring ARLF into disrepute.
- 1.3 This Policy:
 - (a) explains the scope of protection available to individuals wishing to become Whistleblowers;
 - (b) the circumstances in which an individual may be protected as a Whistleblower;
 - (c) provides a framework for how ARLF will handle instances of protected disclosures in order to meet ARLF's legal and regulatory obligations; and
 - (d) details the process from the initial disclosure and investigation through to addressing allegations and importantly, protecting Whistleblowers from detriment.

2. Definitions

ARLF	Australian Rural Leadership Foundation
Act	means the <i>Corporations Act 2001</i> (Cth);
Policy	means this Whistleblower Policy;
Protected Disclosure	means a disclosure protected under the Act and this Policy about a matter set out in clause 6 and clause 11 for tax related matters;
Recipient	means one of the types of entities or individuals that a Protected Disclosure can be made to as set out in clause 8 and clause 11 for tax related matters;
Regulations	means the <i>Corporations Regulations 2001</i> (Cth);

Tax Act	means the <i>Tax Administration Act 1953</i> (Cth);
Whistleblower	means one of the individuals outlined in clause 5. who may be protected under this Policy and the Act; and
Whistleblower Protection Officer	means an individual appointed by ARLF from time to time to receive disclosures.
ARLF	Australian Rural Leadership Foundation
CE	Chief Executive

3. General Protection

3.1 An individual making a disclosure will be protected in accordance with the Act and this Policy if the:

- a) individual has one or more of the connections to ARLF set out in clause 5;
- b) individual makes the disclosure to an eligible Recipient; and
- c) disclosure is about one or more of the Protected Disclosures outlined in clause 6.

4. Public Interest and Emergency Disclosures

4.1 An individual can also make a Protected Disclosure in limited circumstances to a member of parliament, or an Australian State or Territory legislature, or a journalist where a matter is a public interest, or an emergency interest disclosure.

4.2 ARLF encourages individuals to contact the Whistleblower Protection Officer or an independent legal adviser to ensure they understand the criteria for making a public interest or emergency disclosure.

4.3 Whistleblowers who make public interest or emergency interest disclosures qualify for protection under the Act.

5. Who can make a disclosure

5.1 An individual is only protected as a Whistleblower if they have, or previously, had one or more of the following connections to ARLF:

- a) a director or the company secretary of ARLF;

- b) an employee of ARLF;
- c) an individual who supplies services or goods to ARLF (whether paid or unpaid);
- d) an employee of a person that supplies services or goods to ARLF (whether paid or unpaid);
- e) an associate of ARLF; or
- f) a relative, dependant, child, or spouse of an individual referred to above.

5.2 A Whistleblower does not include ARLF's customers, clients or competitors unless they are otherwise eligible under clause 5.1.

6. Disclosable matters

6.1 An individual is only protected as a Whistleblower if they make a disclosure about their actual knowledge of, or reasonable grounds to suspect, a director, officer, contractor, advisor, supplier, associate, patron or any other person who has dealings with ARLF has engaged in misconduct or an improper state of affairs. This may include but is not limited to:

- (e) illegal, fraudulent or unethical behaviour;
- (f) unsafe or potentially destructive behaviour which may pose a health and safety risk to others;
- (g) breaching ARLF's policies including Code of Conduct or Conflict of Interest policies;
- (h) discrimination, bullying or harassment;
- (i) negligence or attempts to cover up serious wrongdoings; or
- (j) any behaviour that may bring ARLF into disrepute or impact it financially.

6.2 An individual may also be protected as a Whistleblower if they make a disclosure about their actual knowledge of, or reasonable grounds to suspect, ARLF or an officer or director of ARLF has engaged in conduct that represents a danger to the public or the financial system whether or not it is illegal, or conduct that breaches:

- a) the Act;
- b) the *Australian Securities and Investments Commission Act 2001* (Cth);
- c) the *Banking Act 1959* (Cth);
- d) the *Financial Sector (Collection of Data) Act 2001* (Cth);
- e) the *Insurance Act 1973* (Cth);
- f) the *Life Insurance Act 1995* (Cth);

- g) the *National Consumer Credit Protection Act 2009* (Cth);
- h) the *Superannuation Industry (Supervision) Act 1993* (Cth);
- i) or any instrument made under the above acts;
- j) a Commonwealth law where the offence is punishable by 12 months imprisonment; or
- k) the Regulations.

6.3 Disclosures that relate to matters outside those listed in this Policy may not qualify for protection under the Act or this Policy. ARLF encourages individuals who are considering making a disclosure to contact the Whistleblower Protection Officer or other Recipient under this Policy for more information.

6.4 A Whistleblower still qualifies for protection if their disclosure turns out to be incorrect. However, individuals who intentionally make false disclosures will not be able to access the protections under the Act.

6.5 Further information on Protected Disclosures is available on the ASIC website at:

<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/>.

7. Personal Work-related Grievances

7.1 A personal work-related grievance generally will not qualify for protection under the Act and this Policy. Personal work-related grievances should be dealt with under the ARLF Management of Grievances or Disputes Policy.

7.2 Generally, a personal work-related grievance is a grievance regarding an individual's current or former employment and tends to have implications only for the individual affected.

7.3 Examples of work-related grievances which are not protected include interpersonal conflicts between an individual and another employee, or ARLF decisions regarding terms and conditions of employment or termination of employment.

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

- a) a grievance has or is likely to have significant implications for ARLF;
- b) a grievance relates to any actual or alleged conduct about a disclosable matter; or
- c) an individual seeks legal advice regarding the operation of whistleblower protections in relation to their grievance.

7.5 Personal work-related grievances that fall outside the protections available under this Policy may be protected under other legislation such as the *Fair Work Act 2009* (Cth).

7.6 If an individual is unsure if the work-related grievance qualifies for protection under the Act and this Policy, ARLF encourages them to contact the Whistleblower Protection Officer.

8. Who can disclosures be made to?

8.1 An individual will only be protected as a Whistleblower if the Protected Disclosure is made to a one of the following types of Recipient:

- a) an officer, a director or company secretary of ARLF;
- b) a senior member of management of ARLF such as the chief executive;
- c) an internal or external auditor, or a member of an audit team conducting an audit, of the company or related entity;
- d) an actuary of ARLF or a related entity;
- e) a person authorised by ARLF to receive Protected Disclosures that may qualify for protection, including the Whistleblower Protection Officer; or
- f) externally to a person or body under clause 0.

8.2 However, in the interests of a timely investigation, ARLF encourages individuals to make disclosures to the Whistleblower Protection Officer by one of the below methods:

Australian Rural Leadership Foundation

Whistleblower Protection Officer

Name: Philippa Woodhill

Address: 24 Napier Close, DEAKIN ACT 2600

Email address: compliance@rural-leaders.org.au

Phone Number: +61 410 606449

8.3 Disclosures can be made to the Whistleblower Protection Officer or other Recipients via a third party or by any other means appropriate or necessary.

9. Anonymity

9.1 Disclosures can be made anonymously or by using a pseudonym.

9.2 Any Protected Disclosure that does not reveal an individual's identity will be treated as anonymous.

9.3 Anonymous Whistleblowers should consider maintaining ongoing communication to aid an investigation and enable feedback to be provided.

10. External disclosures

10.1 Whistleblowers can make Protected Disclosures externally to:

- a) ASIC, or other Commonwealth body prescribed by the Regulations; or
- b) a legal practitioner for the purposes of obtaining legal advice or representation about the operation of the whistleblower protections.
- c) Information on how to make Protected Disclosure to external to ASIC is available at: <http://asic.gov.au>

11. Tax Related Disclosures

11.1 There are also protections available to Whistleblowers under the Tax Act.

11.2 If Whistleblower considers they have information that may assist the Australian Taxation Commissioner (**Commissioner**) to perform their functions or duties under a taxation law, disclosure of the information to the Commissioner will be protected.

11.3 If the Whistleblower reasonably suspects they have information that indicates misconduct or an improper state of affairs relating to ARLF's tax affairs, disclosure to the following will be protected:

- a) ARLF's auditor or a member of the audit team;
- b) ARLF's registered tax agent or BAS agent;
- c) a director, company secretary, or senior manager of ARLF;
- d) a person authorised by ARLF to receive disclosures that may qualify for protection, including the Whistleblower Protection Officer; or
- e) an employee of ARLF that has functions or duties that relate to its tax affairs.

11.4 If a Whistleblower considers that have information to would reasonable assist any of the people set out in clause 11.3 to perform their functions or duties in relation to ALRF, the disclosure of that information will also be protected.

11.5 Further information of tax related whistleblower protections is available at: <https://www.ato.gov.au/General/Gen/Whistleblowers/>.

12. Protection and support for Whistleblowers and other individuals

12.1 If an individual is protected as a Whistleblower:

- a) the individual is protected from the time they make the disclosure;
- b) the individual is not subject to any civil, criminal or administrative liability for making the disclosure; and
- c) no contractual or other remedy may be enforced, and no contractual or other right may be exercised, against the individual on the basis of the disclosure.

- 12.2 A Whistleblower or individual affected by a disclosure is entitled to protection from detriment or threat of detriment including:
- a) dismissal;
 - b) injury of the individual;
 - c) alteration of an individual's employment position or duties to their disadvantage;
 - d) discrimination, including between the individual and other employees of ARLF;
 - e) harassment or intimidation, including threats;
 - f) harm or injury, including psychological harm;
 - g) damage to the individual's property; or
 - h) damage to the individual's reputation, business or financial position.
- 12.3 When the individual is an employee, detrimental conduct for an employee does not include:
- a) any reasonable administrative action taken to protect a Whistleblower from detriment; or
 - b) any action taken against a Whistleblower where it relates to performance management or a breach of company policies.
- 12.4 ARLF will protect a discloser from detriment by:
- a) complying with this Policy; and
 - b) taking advice from the Whistleblower Protection Officer on the steps to be taken to protect a Whistleblower from detriment.
- 12.5 A Whistleblower or individual affected by a Protected Disclosure can seek compensation and remedies through a court:
- a) if they suffer loss, damage or injury because of a Protected Disclosure; and
 - b) where the ARLF has failed to prevent the detriment.
- 12.6 ARLF will offer fair treatment to an individual who is mentioned in a Protected Disclosure or to whom a Protected Disclosure relates, including.
- a) handling Protected Disclosures confidentially (where appropriate);
 - b) conducting an unbiased and objective investigation based on evidence;
 - c) providing updates on the investigation where relevant;
 - d) giving full and proper consideration as to whether matters warrant being referred to ASIC or the Federal Police; and
 - e) providing a summary of the outcome of the investigation.

13. Confidentiality

- 13.1 ARLF has a legal obligation to protect the confidentiality of a Whistleblower's identity and to not disclose the identity of a Whistleblower or information likely to lead to the identification of the Whistleblower where a Whistleblower has requested anonymity.
- 13.2 Subject to below, ARLF will maintain confidentiality of the Whistleblower's identify at all stages from initial disclosure, through to investigation and after finalisation of the investigation.
- 13.3 A Whistleblower's identify can however be disclosed by ARLF:
- 13.3.1 to ASIC, APRA, or a member of the Australian Federal Police (within the meaning of the Australian Federal Police Act 1979);
 - 13.3.2 to a legal practitioner (for the purposes of obtaining legal advice or legal representation about the whistleblower provisions in the Act);
 - 13.3.3 to a person or body prescribed by Regulations; or
 - 13.3.4 with the consent of the Whistleblower.
- 13.4 If a Whistleblower's identity is disclosed illegally, a complaint can be lodged with ARLF or a regulator, such as ASIC, APRA or the ATO, for investigation.

14. Investigating disclosable matters

- 14.1 On receiving notice of a disclosure, ARLF will conduct an investigation as soon as practical and within 1 month from the date the disclosure is made. The process to be followed and the progress of the investigation will be dependent on the nature of the issue. Updates will be provided where appropriate where the Whistleblower has agreed to be identified.
- 14.2 The process for investigating a disclosure is as follows:
- 14.2.1 ARLF will acknowledge a disclosure within 5 business days, provided ARLF can contact the Whistleblower;
 - 14.2.2 ARLF will assess whether a disclosure falls under this Policy and whether a formal investigation is required;
 - 14.2.3 ARLF will determine the nature and scope of the investigation, timeframe and additional resources that may be required;
 - 14.2.4 investigations will be conducted by a suitably qualified person appointed by ARLF who is at arm's length of the investigation;
 - 14.2.5 investigations will focus on evidence gathering to support or refute the Protected Disclosure with appropriate records maintained;
 - 14.2.6 investigations will be conducted confidentially, fairly and without bias having regard to the nature and circumstances of the Protected Disclosure;

- 14.2.7 Whistleblowers will be kept informed at least monthly on the process, timeframes and outcome where possible;
 - 14.2.8 unless otherwise requested by the Whistleblower, updates will be provided by email;
 - 14.2.9 at the end of the investigation, the Whistleblower will receive a summary report on the findings, including actions to be taken (where relevant) and avenues for review; and
 - 14.2.10 a report will be made available to ARLF's board, where necessary preserving confidentiality.
- 14.3 ARLF will ensure that information contained in a Protected Disclosure or obtained through investigations relating to a Protected Disclosure will be kept securely and will only be accessed by those managing and investigating a disclosure. This includes:
- 14.3.1 ensuring email addresses, computers or printers used in an investigation cannot be accessed by other employees or officers; and
 - 14.3.2 only those handling or investigating a disclosure will be made aware of a discloser's identity or information that may identify a discloser (where relevant).
- 14.4 ARLF may be unable to provide updates in situations where the Whistleblower has refused or failed to provide a means of contacting them.
- 14.5 Disclosures will be made available to the ARLF board as well as external stakeholders where required as part of the investigation where:
- 14.5.1 the Whistleblower has given consent; or
 - 14.5.2 it is reasonably necessary for investigating the disclosure and where the information does not include the identity of or is likely to identify, the Whistleblower.

15. Further information and Review

- 15.1 Other ARLF policies may be relevant to the operation of this Policy, however where the provisions in this Policy are inconsistent with another policy, this Policy will prevail.
- 15.2 This Policy can be requested by contacting the Whistleblower Protection Officer and is also available Policy will also be available on the ARLF website at <https://rural-leaders.org.au/> .
- 15.3 The Whistleblower Protection Officer or other Recipients can be contacted if an individual wants to further information regarding any aspects of the Policy.
- 15.4 This Policy will be incorporated into ARLF's employee induction process. Current employees will be provided with training on this Policy, and periodically as required.
- 15.5 ARLF is committed to monitoring the effectiveness of this Policy, and its processes and procedures and will ensure this Policy is reviewed and updated where necessary, but at least annually, by the ARLF audit and risk committee, with changes approved by the board to ensure the Policy reflects regulatory standards and appropriately manages risk.

16. Review schedule

Initially	February 2020
Periodic	Annually
Recent review	

17. Resources

No additional resources will be needed, although some changes in work practices and program guidelines may be required.

18. Related documentation

Policy approval	ARLF Board of Directors
Implementation	Chief Executive
Review	Chief Executive
Improvement	Chief Executive

19. Review schedule

Initially	February 2020 (new)
Periodic	Annually
Recent review	March 2022