

Natural Heritage Trust

WHISTLEBLOWER PROTECTION POLICY AND PROCEDURES

Purpose

The Natural Heritage Trust (Trust) is committed to lawful and ethical behavior in all of its operations and requires that the Board of Directors (Board), Trust employees, and designated agents of Trust activities act in accordance with all applicable laws, regulations and policies and observe high standards of business and personal ethics in the conduct of their duties and responsibilities.

Objectives

The objectives of the Trust's Whistleblower Policy are to establish policies and procedures to:

- Prevent or detect and correct improper activities;
- Encourage each Board member, Trust employee and designated agents of Trust activities (Reporting Individual) to report what he or she in good faith believes to be a material violation of law or Trust policy and/or questionable accounting or auditing matters by the Trust;
- Ensure the receipt, documentation, retention of records, and resolution of reports received under this policy;
- Protect Reporting Individuals from retaliatory action.

Reporting Responsibility

Each Reporting Individual has an obligation to report what he or she believes is a material violation of law or Trust policy or any questionable accounting or auditing practice by the Trust, its Board, employees, volunteers, agents or other representatives. The types of concerns that should be reported include, but are not limited to, the following:

- Providing false or misleading information on the Trust's financial documents, grant reports, or other public documents;
- Providing false information to or withholding material information from the Trust's auditors, accountants, lawyers, Board, Trust management or other representatives responsible for ensuring the Trust's compliance with fiscal and legal requirements;
- Embezzlement of Trust property, use of Trust property for private benefit, or misappropriation of Trust funds;

- Material violation of Trust policy, including among others, confidentiality, conflict of interest, whistleblower, ethics and document retention;
- Discrimination based on race, gender, sexual orientation, ethnicity, and disability;
- Facilitation or concealing any of the above or similar actions.

Reporting Concerns

A. Employees

Whenever possible, employees should seek to resolve concerns by reporting issues directly to his/her supervisor or to the next level of management as needed until matters are satisfactorily resolved. However, if for any reason an employee is not comfortable speaking to a supervisor or does not believe the issue is being properly addressed, the employee may contact the Executive Director or Trust Counsel. If an employee does not believe that these channels of communication can or should be used to express his/her concerns, an employee may contact any member of the Trust's Audit Committee. Whenever practical, reports should be in writing.

B. Board, Volunteers, Agents or Other Representatives

Reporting Individuals who are not Employees of the Trust may submit concerns to the Executive Director, the Trust Counsel or directly to the Audit Committee.

Contact information for the Executive Director, Trust Counsel, the Audit Committee and Board chair can be found in the Appendix of this policy, and shall be updated as necessary. Concerns may be submitted anonymously. Because it is impossible to seek additional information from a Reporting Individual about anonymous reports, it is essential that such reports contain as much specific information as possible.

Handling of Reported Violations

The Trust will investigate all reports filed in accordance with this policy with due care and promptness. Matters reported internally without initial resolution will be investigated by the Executive Director and/or Trust Counsel to determine if the allegations are true, whether the issue is material and what, if any, corrective action is necessary. Trust staff will issue a full report of all matters raised under this policy to the Audit Committee. The Audit Committee may conduct a further investigation upon receiving the report from the Trust.

For matters reported directly to the Audit Committee, the Audit Committee shall promptly acknowledge receipt of the complaint to the Reporting Individual (if the identity of the complainant is known) and conduct an investigation to determine if the allegations are true, whether the issue is material and what, if any, corrective action is necessary.

Authority of Audit Committee

The Audit Committee shall have full authority to investigate concerns raised in accordance with this policy and may retain outside legal counsel, accountants, private investigators, or any other resource that the Audit Committee reasonably believes is necessary to conduct a full and complete investigation of the allegations.

No Retaliation

This Whistleblower Policy is intended to encourage employees, Board members, volunteers, agents or other representatives of the Trust to raise serious concerns within the organization for investigation and appropriate action. With this goal in mind, no Reporting Individual who, in good faith, reports a concern shall be threatened, discriminated against or otherwise subject to retaliation or, in the case of an employee, adverse employment consequences as a result of such report. Moreover, an employee who retaliates against someone who has reported a concern in good faith is subject to discipline up to and including termination of employment. Depending on the circumstances, such conduct may also give rise to other actions, including civil or criminal lawsuits.

Acting in Good Faith

Anyone reporting a concern must act in good faith and have reasonable grounds for believing the matter raised is a serious violation of law or policy or a material accounting or auditing matter. Making allegations that prove to be unsubstantiated, and that prove to have been made maliciously, recklessly, with gross negligence, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in discipline, up to and including dismissal from a volunteer position or termination of employment. Depending on the circumstances, such conduct may also give rise to other actions, including civil or criminal lawsuits.

Confidentiality

The submission of allegations of wrongdoing, and investigations pertaining thereto, shall be kept confidential to the extent possible. However, consistent with the need to conduct an adequate investigation, the Trust cannot guarantee complete confidentiality. Disclosure of information relating to an investigation under this policy by the Audit Committee, Trust staff, or others involved with the investigation of concerns to individuals not involved in the investigation will be viewed as a serious disciplinary offense and, with respect to Trust employees, may result in discipline, up to and including termination of employment. Depending on the circumstances, such conduct may also give rise to other actions, including civil or criminal lawsuits.