



Whistleblowing Policy

Date of Policy Statement: July 2019

1. Purpose and context

The policy applies to all employees, officers, consultants, contractors, partners, suppliers, beneficiaries, interns, trustees and volunteers (together, **staff**).

This policy does not form part of any member of staff's contract of engagement or employment and we may amend it at any time.

The aim of Humentum's [Whistleblowing Policy](#) is to provide a mechanism for anyone to report any concerns relating to any suspicious, unethical, abusive or corrupt behavior or any activity that is a risk to the security or safety of any members of staff. The policy sets out the process and principles for reporting concerns relating to wrongdoing to enable alleged misconduct to be investigated whilst protecting members of staff who report reasonably held suspicions.

It is important that any fraud, misconduct or wrongdoing by employees or partners of the organization is reported and properly dealt with. Therefore, Humentum encourages its staff to raise any concerns that they may have about the conduct of others in the organization or the way in which the organization is run.

Humentum aims to have an open, transparent and safe working environment where members of staff feel able to speak up. The organization welcomes information being brought to the attention of management and has a commitment to listen to the concerns of its staff.

2. Principles

All staff should be aware of the importance of preventing and eliminating wrongdoing at work and staff should be watchful for wrongdoing.

It is not necessary for the whistleblower to have proof that a wrongdoing has been, or is likely to be, committed, a reasonable belief that the wrongdoing has, or is likely to occur is enough. Any matter raised under this procedure will be investigated thoroughly, promptly and confidentially, and (where possible) the outcome of the investigation reported back to the person who raised the issue (see section 5).

No member of staff will suffer any detriment for raising a matter under this procedure (see section 6).

If misconduct is discovered as a result of any investigation under this policy the organization's disciplinary procedure will be used, in addition to any appropriate external measures.

If an allegation is made in good faith, but it is not confirmed by the investigation no action will be taken against the originator, however, action may be considered against individuals knowingly making

false or malicious allegations. Separate consideration will be given to individuals who themselves are involved in the suspicious activity but choose to 'whistleblow'.

3. What is Whistleblowing?

Whistleblowing is the term used when a member of staff passes on information concerning wrongdoing by "making a disclosure" or "blowing the whistle".

In the US, the Whistleblowing Protection Act was made into federal law in the United States in 1989. This act provides protection to whistleblowers from demotions, pay cuts, or a replacement employee from whistleblowing.

In the UK, whistleblowing legislation is found in the Employment Rights Act 1996 (as amended by the Public Interest Disclosure Act 1998). It provides two primary forms of protection for whistleblowers:

- a. dismissal will be automatically unfair if the reason for dismissal is that the whistleblower has made a 'protected disclosure'; and
- b. workers must not be subjected to any detriment on the grounds that they have made a 'protected disclosure'.

To be covered by whistleblowing legislation, a member of staff who makes a disclosure (a 'whistleblower') must make a 'protected disclosure'. This means that the whistleblower must reasonably believe two things: (i) that the disclosure is in the public interest; and (ii) that the disclosure tends to show past, present or likely future wrongdoing falling into one or more of the following categories:

- Criminal offences (this may include, for example, types of financial impropriety such as fraud);
- Failure to comply with an obligation set out in law;
- Miscarriages of justice;
- Endangering of someone's health and safety;
- Damage to the environment;
- Abuse of position;
- Harm or risk to children or vulnerable adults;
- Bribery, under our Anti-Bribery Policy;
- Facilitating tax evasions;
- Financial fraud;
- Conduct likely to damage our reputation;
- Unauthorized disclosure of confidential information;
- Negligence; and/or
- Covering up wrongdoing in the above categories.

For the purposes of this policy, Humentum considers any disclosure(s) in relation to activities that would potentially breach the organization's policies to be covered by the Whistleblowing Policy and would encourage staff with any genuine concerns to whistle blow.

Sometimes a member of staff may believe they are blowing the whistle when, in fact, their complaint is a personal grievance. Members of staff who make a disclosure under this Whistleblowing Policy should believe that the disclosure is in the public or organization's interest. Employees who have a personal grievance should raise them through the organization's Grievance Policy.

If you are uncertain whether something is within the scope of this policy you should seek advice from other appropriate personnel, whose contact details are at the end of this policy.

4. Reporting Procedure

We hope that in many cases you will be able to raise any concerns with your line manager. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively. In some cases, they may escalate the matter to an appropriate senior individual who has the relevant authority to deal with the issue.

However, where the matter is more serious, or you feel that your line manager has not addressed your concern, or you prefer not to raise it with them for any reason, you should contact one of the following:

- a) Other members of the Senior Leadership Team, for the appropriate area of concern
- b) Chief Executive Officer
- c) A member of the Board

Full contact details are set out at the end of this policy.

We will arrange a meeting/call with you as soon as possible to discuss your concern. You may bring a colleague or representative to any meetings under this policy. Your companion must respect the confidentiality of your disclosure and any subsequent investigation.

During this meeting, we expect (where possible) you to provide the following information in relation to the issue:

- what happened;
- when and where did the incident occur;
- who was present; and
- any action taken to date.

We will take down a written summary of your concern and provide you with a copy after the meeting. We will also aim to give you an indication of how we propose to deal with the matter.

4.1. Confidentiality

Humentum hopes that staff will feel able to voice whistleblowing concerns openly under this policy. However, if a member of staff wants to raise concerns confidentially, Humentum will take all reasonable steps to maintain the confidentiality of the whistleblower where it is requested (unless otherwise required by law). If it is necessary for anyone investigating your concern to know your identity, we will discuss this with you.

Humentum do not encourage staff to make disclosures anonymously. Proper investigation may be more difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible. Whistleblowers who are concerned about possible reprisals if their identity is revealed should come forward to ethicspoint@navexglobal.com appropriate measures can then be taken to preserve confidentiality.

5. Investigation

Once a suspected breach is reported, immediate action is required to prevent the theft, alteration, or destruction of relevant records. Such actions may include removing the records and placing them in a

secure location, limiting access to the location where the records currently exist and preventing the individual suspected of committing a breach from having access to the records.

The HR Manager or Global Finance Director, where applicable, will carry out an initial assessment to determine whether there are clear grounds for initiating an independent investigation and the scope of such investigation. If it is deemed necessary, a formal investigation will take place using an independent third party, for example a manager not associated with the individuals involved or an independent professional firm.

Irrespective of to whom the incident is originally reported, all incidences must be reported to the HR Manager at the earliest opportunity so they can monitor that the incident is being appropriately managed and addressed. A central register of all incidences is held by the HR Manager to help identify if any improvements are needed in Humentum's controls. Unless it may cause a conflict of interest, the development of all formal investigations will be reported to the HR Manager at the start of the investigation and the relevant Director. Any investigation that highlights corruption, fraud or an infringement of safeguarding is reported to the Chief Executive, who will report, in turn, to the Board.

The investigation may involve the whistleblower, certain staff and other individuals giving written statements, or participating in a witness interview. The investigating manager will collate all relevant information and make a recommendation for any necessary action, including reporting the matter to any appropriate government department or regulatory agency. If disciplinary action is required, the investigating manager will report the matter to the HR Manager and start the disciplinary procedure. On conclusion of any investigation, if information relating to the outcome of the investigation and what the organization has done or proposes to do, can be shared with the member of staff under suspicion and/or the whistleblower, they will be informed of such outcome.

All participants in an investigation shall keep the details and results of the investigation confidential. However, as noted above, from time to time other members of the management team may need to be consulted as part of the investigation.

5.1. Reporting to external parties

Serious incidents are required to be reported to the Charity Commission in the UK, the independent regulator of charities for England and Wales. Any serious incident that has resulted or could result in a loss of funds or assets, or damage to property, or harm to Humentum's work or reputation will be reported immediately, not just on completion of the Annual Return. Serious incidents to report are:

- Fraud and money laundering, theft and significant financial loss;
- Unverified or suspicious donations;
- Links to terrorism or extremism;
- Safeguarding;
- Sexual misconduct;
- Disqualified person acting as a trustee;
- Poor governance;
- Fundraising issues; and
- Data breaches or loss.

Humentum will also report an incident to the Charity Commission in the UK where:

- The incident is reported to the police or other statutory agencies (unless it is a technical or minor issue that poses little or no risk);

- Humentum, or individuals associated with Humentum and in connection with their role within it, are the subject of a police or other statutory agency investigation;
- The Board decide that the incident presents a serious or significant risk to the charity, its beneficiaries, reputation or assets; and
- The internal risk assessment of the incident concludes that Humentum should act to avoid a serious or significant risk to the organization, reputation, services or assets or professional advisers advise us to notify the Charity Commission in the UK of the incident.

5.2. External disclosures (not covered above)

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.

The law recognizes that in some circumstances it may be appropriate for the matter to be reported to an external body such as a regulator (as explained above in section [5.1]). It will very rarely, if ever, be appropriate to alert the media. We strongly encourage you to seek advice before reporting a concern to anyone external.

Whistleblowing concerns usually relate to the conduct of our staff, but they may sometimes relate to the actions of a third party, such as a supplier, partner, service provider or other third parties. In some circumstances the law will protect you if you raise the matter with the third party directly. However, we encourage you to report such concerns internally first. You should contact your line manager or one of the other individuals set out above for guidance.

5.3. If you are not satisfied

While we cannot always guarantee the outcome you are seeking, we will try to deal with your concern fairly and in an appropriate way. By using this policy, you can help us to achieve this.

If you are not happy with the way in which your concern has been handled, you can raise it with one of the other key contacts set out in this policy. Alternatively, you may contact the Chair of the Board. Contact details are set out at the end of this policy.

6. Protection and Support for Whistleblowers

It is understandable that whistleblowers are sometimes worried about possible repercussions. Humentum aims to encourage openness and will support staff who raise genuine concerns under this policy, even if they turn out to be mistaken.

Provided the whistleblower has raised a legitimate and genuine concern and are not themselves implicated in the issue, no staff member reporting suspected wrongdoing shall:

- Be dismissed or threatened to be dismissed;
- Be disciplined or suspended or threatened to be disciplined or suspended;
- Be penalized or any other retribution imposed; or
- Be intimidated or coerced.

If you believe that you have suffered any such treatment, you should inform the HR Manager immediately. If the matter is not remedied, you should raise it formally using the Grievance Procedure. You must not threaten or retaliate against whistleblowers in any way. If you are involved in such conduct you may be subject to disciplinary action. In some cases, the whistleblower could have a right to sue you personally for compensation in an employment tribunal.

7. Training and support in implementing this Policy

Employees will receive information regarding the Whistleblowing policy and procedure during their induction with Humentum. Managers will be trained on how to deal with concerns and how to support staff.

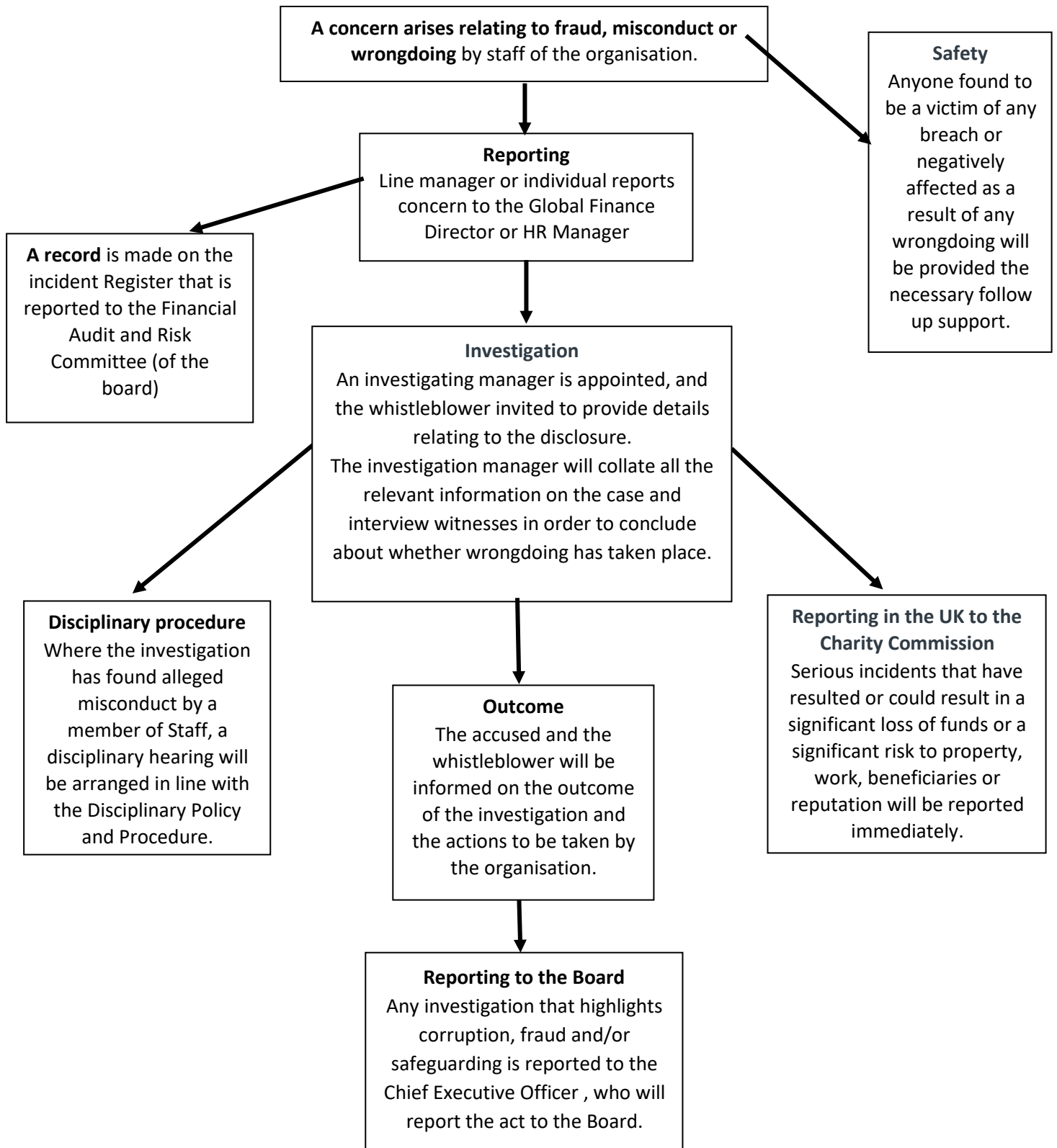
The Senior Leadership Team will review any cases reported via the Whistleblowing Policy and recommendations will be made for any change in procedure or follow up action.

7.1. Dealing with Disclosures

When dealing with disclosures, it is good practice for managers to:

- Treat all disclosures made seriously and consistently
- Provide support to the worker during what can be a difficult or anxious time
- Reassure the whistleblower that their disclosure will not affect their position at work
- Manage the expectations of the whistleblower in terms of what action and/or feedback they can expect as well clear timescales for providing updates
- Allow the worker to be accompanied by a representative or colleague at any meeting about the disclosure, if they wish to do so.

8. Whistleblowing Procedure



5 Contacts

HR Manager	Amanda Humphrey Amanda.humphrey@humentum.org
Global Finance Director	Jocelyn Boughton Tel No: +44 7799415297 Email: jocelyn.boughton@humentum.org
Chief Executive Officer (Interim)	Chris Proulx Email: chris.proulx@humentum.org
UK Chair of Trustees (trustee)	Toby Porter Email: tobyhporter@gmail.com
Chair of Board (Board Member)	Richard Collier-Keywood Email: richard.collier-keywood@outlook.com
Navex Ethics & Compliance Reporting	ethicspoint@navexglobal.com
Public Concern at Work (UK) (Independent whistleblowing charity)	Website: www.pcaw.co.uk Helpline: (020) 7404 6609 E-mail: whistle@pcaw.co.uk