

# **UNIVERSITY OF CENTRAL MISSOURI FOUNDATION WHISTLEBLOWER POLICY**

## **I. PURPOSE**

- A. The University of Central Missouri Foundation (“Foundation”) is committed to lawful and ethical behavior in all of its activities and requires staff, directors and volunteers to act in accordance with all applicable laws, regulations and policies and to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. The Foundation will follow whistleblower procedures outlined by the Board of Governors of the University of Central Missouri (the “University”) related to any issues involving University employees.
- B. The objectives of the Foundation’s Whistleblower Policy are to establish policies and procedures to:
  - 1. Prevent or detect and correct improper activities.
  - 2. Encourage each Foundation director, officer and volunteer (a “Reporting Individual”) to report what he or she in good faith believes to be a material violation of law or policy, questionable accounting, or dubious auditing matter by the Foundation.
  - 3. Ensure the receipt, documentation, retention of records, and resolution of reports received under this policy.
  - 4. Protect reporting individuals from retaliatory action.

## **II. REPORTING RESPONSIBILITY**

- A. Each Reporting Individual has an obligation to report what he or she believes is a material violation of law or University or Foundation policy, any questionable accounting, or dubious auditing matter by the Foundation, its officers, directors, volunteers, agents or other representatives. Reporting Individuals must also notify the Foundation if an action needs to be taken in order for the Foundation to be in compliance with law or policy or with generally accepted accounting practices. The types of concerns that should be reported include, for purposes of illustration and without being limited to, the following:
  - 1. Providing false or misleading information on the Foundation’s financial documents, tax returns or other public documents.
  - 2. Providing false information to or withholding material information from the Foundation’s auditors, accountants, attorneys, directors or other representatives responsible for ensuring Foundation compliance with fiscal and legal responsibilities.
  - 3. Embezzlement, private benefit, or misappropriation of funds.

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

### **III. REPORTING CONCERNS**

- A. Reporting Individuals may submit employment related concerns involving University employees as provided in the University's Whistleblower policy.
- B. Reporting Individuals may submit concerns to the Foundation's Executive Director, or, if (i) the concern relates to the acts of the Executive Director, (ii) the Reporting Individual is not comfortable reporting to the Executive Director, or (iii) he/she does not believe the issue is being properly addressed, the Reporting Individual may report directly to the Foundation Board President.
- C. Contact information for the Executive Director, and President of the Board may be obtained by calling the Foundation at 660-543-8000. 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.

### **IV. HANDLING OF REPORTED VIOLATIONS**

- A. The Foundation will investigate all reports filed in accordance with this policy with due care and promptness. The Executive Director or President, as applicable, is responsible for investigating and resolving all reported concerns and allegations to determine if the allegations are true, whether the issue is material and what actions, if any, are necessary to correct the problem.
- B. If the reported concerns are with regard to Foundation accounting practices, internal controls, auditing or taxation, the Chair of the Foundation's Audit Committee should address the issues, and the Executive Director or President, as applicable, should immediately notify the Audit Committee Chair and work with the Audit Committee until the matter is resolved.
- C. If the reported concerns involve an employment related issue of a University employee, the concern should be handled in accordance with University policy.
- D. The Executive Director, Audit Committee Chair or the Board President, as applicable shall promptly (generally within five business days) acknowledge receipt of the complaint to the complainant if the identity of the complainant is known, conduct an investigation to determine if the allegations are true and material, and what, if any, corrective action is necessary. Upon the conclusion of this investigation, the findings shall be promptly reported to the Executive Committee of the Foundation.

- E. The Executive Director, President or Audit Committee, as applicable, 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 they reasonably believe is necessary to conduct a full and complete investigation of the allegations.

**V. NO RETALIATION**

- A. This Whistleblower Policy is intended to encourage and enable Reporting Individuals 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, a volunteer or employee who retaliates against someone who has reported a concern in good faith is subject to discipline up to and including dismissal from the volunteer position or termination of employment.

**VI. ACTING IN GOOD FAITH**

- A. 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, a questionable accounting, or dubious auditing matter. The act of 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 the volunteer position or termination of employment. Depending on the circumstances, such conduct may also give rise to other actions, including civil or criminal lawsuits.

**VII. CONFIDENTIALITY**

- A. Reports of concerns, and investigations pertaining thereto, shall be kept confidential to the extent possible. However, consistent with the need to conduct an adequate investigation, the Foundation cannot guarantee complete confidentiality. Disclosure of information relating to an investigation under this policy by Foundation directors, or others involved with the investigation of concerns to individuals not involved in the investigation will be viewed as a serious disciplinary offense and 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.