

STATE COLLEGE OF FLORIDA
FOUNDATION, INC.



Policy and Procedures

Number:

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Issued by: Approved by the Board of
Directors (recommended by the
Audit & Finance Committee, 10/21/2009)

Date: December 10, 2009

Supersedes: Proposed New Policy

Subject: Whistleblower Policy

**Policy: REPORTING AND INVESTIGATING ALLEGATIONS OF SUSPECTED
IMPROPER ACTIVITIES**

I. BACKGROUND

The State College of Florida Foundation, Inc. has a responsibility for the stewardship of Foundation resources and the public and private support that enables it to pursue its mission. The Foundation is committed to compliance with the laws and regulations to which it is subject and to promulgating Foundation policies and procedures to interpret and apply these laws and regulations in the Foundation setting. Laws, regulations, policies and procedures strengthen and promote ethical practices and ethical treatment of all those associated with the operation of the Foundation.

The Foundation's internal controls and operating procedures are intended to detect, prevent or deter improper activities. However, even the best systems of control cannot provide absolute safeguards against irregularities. The objectives of the Foundation's "Whistleblower" Policy are to establish policies and procedures for the following:

- I.1. The submission of concerns regarding questionable accounting or auditing matters by staff, directors, officers, and other stakeholders of the Foundation, on a confidential and anonymous basis;
- I.2. The receipt, retention, and treatment of complaints received by the Foundation regarding accounting, internal control, or auditing matters;
- I.3. The protection of directors, volunteers and staff reporting concerns from retaliatory actions.

This policy governs reporting and the investigation of allegations of suspected improper activities. Board members, officers, other volunteers, staff and other "key" individuals are encouraged to use guidance provided by this policy for reporting all allegations of suspected improper activity, as defined herein.

II. DEFINITIONS

II.1. Foundation Resources - For purposes of this policy, the term "*Foundation resources*" is defined to include, but not be limited to the following:

- Cash, other assets, whether tangible or intangible; real or personal property;
- Receivables and other rights or claims against third parties;
- Intellectual property rights;
- Foundation personnel or any non-Foundation personnel billing the Foundation for its effort;
- The Foundation's name, and
- Foundation records, including benefactor, alumni and student scholarship records.

II.2. Improper Activity - "*Improper activity*" is any activity undertaken by a volunteer or employee that is in violation of any state or federal law or regulation, including, but not limited to, corruption, malfeasance, bribery, theft, fraudulent claims, fraud, coercion, conversion, malicious prosecution, misuse of property, or willful omission to perform duty, or is economically wasteful, or involves gross misconduct, incompetency, or inefficiency.

II.3. Protected Disclosure - A "*protected disclosure*" is any good faith communication that discloses or demonstrates an intention to disclose information that may evidence an improper activity or any condition that may significantly threaten the health or safety of staff or the public if the disclosure or intention to disclose was made for the purpose of remedying that condition.

II.4. Illegal Order - An "*illegal order*" is any directive to violate or assist in violating an applicable federal, state, or local law, rule or regulation or any order to work/volunteer or cause others to work/volunteer in conditions outside of their line of duty that would unreasonably threaten the health or safety of employees/volunteers or the public.

II.5. Whistleblower - A person or entity making a protected disclosure is commonly referred to as a "*whistleblower*." Whistleblowers may be Foundation Board members, volunteers, staff or others. The whistleblower's role is as a reporting party. They are not investigators or finders of fact, nor do they determine the appropriate corrective or remedial action that may be warranted.

II.6. Designated Official - The person(s) designated by the Foundation as “*the official*” with primary responsibility to receive reports of and direct investigation of allegations of suspected improper activities.

III. VOLUNTEER/STAFF PROTECTION

The underlying purpose of this policy is to support the Foundation’s goal of legal compliance. The support of all volunteers and staff is necessary to achieving compliance with various laws and regulations. A volunteer and/or staff member is protected from retaliation only if the volunteer and/or staff member brings the alleged unlawful activity, or practice to the attention of the Foundation and provides the Foundation with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to volunteers and/or staff members who comply with this requirement.

Any member of the Board of Directors, including officers, other volunteers or staff reasonably may report allegations of suspected improper activities. A report must be in writing so as to assure a clear understanding of the issue(s) raised. The report should be factual rather than speculative or conclusory, and contain as much specific information as possible to permit proper assessment of the nature, extent and urgency of preliminary investigative procedures. Reports are to be made with the Chair of the Foundation’s Audit and Finance Committee.

III.1. No Retaliation - The Foundation will not retaliate against any volunteer or staff member who discloses or threatens to disclose to a public body or supervisor any activity, policy, or practice of the Foundation that the volunteer or staff member reasonably believes is an improper activity or is in violation of a clear mandate or public policy concerning the health, safety, welfare, or protection of the environment.

III.2. Acting in Good Faith - Any volunteer or staff member reporting an allegation must act in good faith and have reasonable grounds for believing the information disclosed indicates an improper accounting or auditing practice, or other improper activity. The act of making allegations that prove to be unsubstantiated, and that prove to have been made maliciously, recklessly, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in discipline.

IV. AUTHORITY OF AUDIT AND FINANCE COMMITTEE

All reported allegations will be forwarded to the Audit and Finance Committee (the Committee) in accordance with the procedures set forth herein. The Committee shall be responsible for investigating, and making appropriate recommendations to the Board of Directors, with respect to all allegation reports.

Annually, the Committee will submit a tracking report to the Foundation's Board of Directors identifying any allegations reported and action taken.

V. INVESTIGATING ALLEGED IMPROPER ACTIVITY

The Foundation's Audit and Finance Committee (the Committee) shall investigate and address all reported allegations. The Committee chair will immediately notify the Committee, the Board Chair, and the Executive Director of any filed report. The Committee Chair will acknowledge in writing receipt of any filed reports within five (5) business days in all cases with the exception of any report filed anonymously.

All reports will be promptly investigated by the Committee. The Committee will ensure there are no conflicts of interest on the part of any party involved, ensure attention to all facets of the investigation and coordinate appropriate corrective action, if warranted. Action taken must include a conclusion and/or follow-up with the person(s) filing the report, if known. The Committee will communicate in writing their findings to the Foundation's Board of Directors.

V. 1. Confidentiality - To the extent possible within the limitations of the law and policy and the needs to conduct a competent investigation, confidentiality of whistleblowers will be maintained. Whistleblowers should be cautioned that their identity may become known for reasons outside of the control of the investigators.

Similarly, the identity of the subject(s) of the investigation will be maintained in confidence with the same limitations as noted for the whistleblower.

VI. ACKNOWLEDGEMENT

I acknowledge that I have received, read and understand this Foundation "Policy" on *REPORTING AND INVESTIGATING ALLEGATIONS OF SUSPECTED IMPROPER ACTIVITIES*. I also verify that I have been provided with an opportunity to ask questions about this policy.

Signature

Date

Print Name

Position