

Whistleblowing Policy

WHISTLEBLOWING POLICY

Policy Category	Probity	Group Application	BHC Group
Drafted by	PMO	Version	V2.1
Delegated updates	CFO	Last approved	May 2020
Responsible person	CEO	Scheduled review date	Feb 2022

Purpose

The purpose of this policy is to ensure that Brisbane Housing Company and its related entities (BHC) has an active mechanism for the detection of and response to illegal, unethical, or corrupt conduct. An effective Whistleblower policy can result in a healthier and safer workplace for employees, more effective operation and management of the organisation, and sound governance across the organisation.

Application

The policy applies to Board members, management, all staff and volunteers working within BHC, and to any person or company, or supplier with a contractual agreement with BHC to deliver internal or external support or services, both current and former. It is also applicable to a relative or dependent of the aforementioned.

Principles

At BHC we value:

- Making a difference
- Working with Integrity
- Supporting each other
- Working safely
- Our differences
- Being accountable and delivering quality
- Celebrating achievements

It is through these values that we are committed to the highest standards of conduct and ethical behaviour in all our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and strong corporate governance.

Policy

BHC has a responsibility to provide mechanisms for the confidential reporting of illegal, unethical, or corrupt conduct and to ensure that persons reporting such conduct (Whistleblower) can do so without fear of detrimental action or retaliation by providing appropriate protections and support. BHC will provide for the swift, fair and reasonable and confidential investigation of any such reports. This policy is accessible to all staff through the network drive and a copy is made available on BHC's website.

What are Disclosable Matters?

Disclosable matters involve information that provides the Whistleblower with reasonable grounds to suspect misconduct, or an improper state of affairs or circumstances in relation to BHC.

Misconduct includes fraud, negligence, default, breach of trust and breach of duty.

Examples of misconduct include:

- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property
- fraud, money laundering or misappropriation of funds

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- offering or accepting a bribe
- financial irregularities
- failure to comply with, or breach of, legal or regulatory requirements; and
- engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

Public Interest and Emergency Disclosures

Disclosures can be made to a journalist or parliamentarian under certain circumstances and qualifies for protection.

A 'Public interest disclosure' is the disclosure of information to a journalist or a parliamentarian, where:

- at least 90 days have passed since the discloser made the disclosure to ASIC or another Commonwealth body prescribed by regulation;
- the discloser does not have reasonable grounds to believe that action is being, or has been taken, in relation to their disclosure;
- the discloser has reasonable grounds to believe that making a further disclosure of the information is in the public interest; and
- before making the public interest disclosure, the discloser has given written notice to the body to which the previous disclosure was made) that:
 - includes sufficient information to identify the previous disclosure; and
 - states that the discloser intends to make a public interest disclosure.

An 'emergency disclosure' is the disclosure of information to a journalist or parliamentarian, where:

- the discloser has previously made a disclosure of the information to ASIC or another Commonwealth body prescribed by regulation;
- the discloser has reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment;
- before making the emergency disclosure, the discloser has given written notice to the body to which the previous disclosure was made) that:
 - includes sufficient information to identify the previous disclosure; and
 - states that the discloser intends to make an emergency disclosure; and
- the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or parliamentarian of the substantial and imminent danger.

What are not Disclosable Matters?

Personal work related grievances that do not have any significant implications for BHC or relate to any conduct, or alleged conduct, about reportable conduct are not covered by this policy and do not qualify for protections under the Corporations Act.

Personal work-related grievances include:

- An interpersonal conflict between the whistleblower and another employee;
- A decision that does not involve a breach of workplace laws;
- A decision about the engagement, transfer or promotion of the discloser;
- A decision about the terms and conditions of engagement of the discloser; or
- A decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser

Such issues should be addressed through BHC's Work Related Grievances and Concerns Policy.

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What Protections are available for Whistleblowers?

A disclosure made by a Whistleblower will be protected under the Corporations Act provided it meets the following criteria;

- Made by an Eligible Discloser;
- Made to an Eligible Recipient;
- It is about BHC; and
- Contains information that indicates a disclosable matter

A Whistleblower will be protected from discrimination, harassment or disadvantage for making a report in accordance with this policy. Unless the whistleblower expressly indicates otherwise, their identity must remain confidential and they also have the right to anonymity. It is illegal for a Discloser to otherwise be identified or for information to be provided that would likely lead to the identification of a Discloser. This applies if the matter is proven or not, regardless of whether it is reported to an external authority.

Should any inappropriate actions occur in response to a report, the matter will be dealt with as a priority under BHC's Employee Discipline, Conduct and Performance and Grievances policies and any relevant Code of Conduct provisions. In addition, penalty provisions may apply as described below.

A person cannot engage in conduct that causes detriment or threaten to cause detriment to a whistleblower in relation to a disclosure.

Detrimental conduct includes the following:

- dismissal of an employee;
- injury of an employee in his or her employment;
- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees of the same employer;
- harassment or intimidation of a person;
- harm or injury to a person, including psychological harm;
- damage to a person's property;
- damage to a person's reputation;
- damage to a person's business or financial position; or
- any other damage to a person.

The Corporations Act protects a Whistleblower against certain legal actions related to making the disclosure, including:

- criminal prosecution (the disclosure cannot be used against the Whistleblower in a prosecution, unless the disclosure is false);
- civil litigation (such as for breach of an employment contract, duty of confidentiality, or other contractual obligation); or
- administrative action (including disciplinary action)

Penalties

Severe penalties may apply where a Whistleblower's identity is revealed in breach of whistleblower laws or they are subjected to detrimental conduct, including in relation to their employment, as a result of making a report under this Policy.

Who can make a Disclosure?

An "Eligible Discloser" is a Whistleblower who is or has been in one of the following relationships with BHC:

- Officer (including a Director)
- Employee

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- Individual who supplies goods or services
- Individual who is an associate
- Relative or dependent of the above

Who can receive a report?

A Whistleblower needs to make a disclosure directly to BHC's eligible recipient to be able to qualify for protection as a whistleblower under the Corporations Act. BHC would like to identify and address wrongdoing as early as possible and encourages disclosers to make a disclosure to BHC's eligible recipient in the first instance.

Eligible Recipients

BHC has engaged an external independent Whistleblowing Hotline, to assist with investigations and receipt of disclosures.

Where the organisation engaged to perform these services is already associated with BHC to perform other services, appropriate steps will be taken to ensure that no information is passed between that part of the organisation responsible for the Whistleblowing Hotline and any other part of that organisation (e.g. if a firm is engaged to perform audit services and that firm is also engaged as the independent Hotline provider, no information would be shared between personnel in the respective areas of that organisation.)

Alternatively, a Whistleblower can also make a disclosure directly to regulatory bodies (e.g. ACNC, ASIC, Office of the Registrar of Community Housing) or a legal practitioner for the purpose of obtaining legal advice or legal representation and still qualify for protection under the Corporations Act.

Responsibilities

Responsibilities of Employees

Whistleblowing is about reporting real or perceived malpractice. If a report is not made on reasonable grounds, or is found to be malicious, deliberately misleading or frivolous, the person making the report may be subject to disciplinary action up to termination of employment.

Organisational Responsibilities

The BHC Board via the Audit and Risk Committee, supported by the CEO, are custodians for the oversight and effective implementation of this policy.

How can a Disclosure be made?

A disclosure can be made to an eligible recipient by the following methods;

- Contact Grant Thornton, BHC's Independent Whistleblower Hotline via;
 - Phone – 1300 153 445
 - Email - BHC@myvault.net.au
 - Post - BHC C/- Forensic Consulting P.O. Box 4736 Melbourne Vic 3001

De-identification of a Whistleblower

A Whistleblower can adopt a pseudonym for the purpose of a disclosure. This is appropriate where the Whistleblower's identity is known to the eligible recipient but the Whistleblower prefers not to disclose their identity to others.

The following will be applied to protect the identity of a Whistleblower;

- all personal information or reference to the Whistleblower witnessing an event will be redacted
- the Whistleblower will be referred to in a gender-neutral context
- where possible, the discloser will be contacted to help identify certain aspects of their

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disclosure that could inadvertently identify them

How is a Disclosure Investigated?

BHC will ensure all cases of disclosable matters are investigated as soon as possible after the matter has been reported and will assess each disclosure to determine whether:

- It qualifies for protection; and
- A formal, in-depth investigation is required.

Without the discloser's consent, the entity cannot disclose information that is likely to lead to the identification of the discloser as part of its investigation process.

BHC needs to acknowledge that it may not be able to undertake an investigation if it is not able to contact the discloser. A broad review on the subject matter or the work area disclosed may be conducted in the instance where further information is not accessible because a discloser chooses to remain anonymous without further contact.

If it has been determined that an investigation is to take place the investigator will need to determine:

- The nature and scope of the investigation;
- The person within and/or outside BHC that will lead the investigation;
- The nature of any technical, financial or legal advice that may be required to support the investigation; and
- The reasonably anticipated timeframe for the investigation

An investigation will generally involve making inquiries and collecting evidence for the purpose of assessing whether the disclosure can be substantiated.

All investigations into Disclosable Matters will be undertaken in a manner that balances protection of the Whistleblower and BHC, with the rights of the person against whom the allegation is being made. BHC may engage the services of independent third parties where required to ensure the investigation is undertaken impartially, confidentially, and in accordance with fair process.

Communication

Throughout the investigation, regular updates will be provided to the Whistleblower, if contact information is available. The frequency and timeframe will vary depending on the nature of the disclosure however at minimum will ensure updates for the following key stages:

- When the investigation process has begun;
- While the investigation is in progress; and
- After the investigation has been finalized

Documentation and Reporting

All files and records created from an investigation will be retained under strict security. A log of disclosures will be maintained by BHC on a de-identified basis that will be used to report to the BHC ARC and Board on reportable matters, the status and outcome.

Reports will be provided to the ARC committee annually. These reports will be made on a 'no names' basis, maintaining the confidentiality of matters raised under this policy.

Serious and/or material Reportable Conduct will be considered for immediate referral to the Chairperson of the Audit and Risk Committee.

Training

Regular training will be provided to all staff in relation to this policy and its associated procedures.

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Review

The Whistleblowing Policy will be reviewed periodically to ensure consistency with relevant legislation and guidelines.

Related Documents

- Corporations Act 2001 (Cth)
- Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019 (Act)
- ASIC Regulatory Guide 270
- Notifications Policy
- Code of Conduct
- Procurement Policy (in progress)
- Constitution of BHC
- Preventing, Detecting and Responding to Fraud and Corruption Policy
- Workplace Health and Safety Policy
- Drug and Alcohol Policy
- Gifts and Gratuities Policy
- Grievances Policy
- Employee Discipline, Conduct and Performance Policy

DOCUMENT CHANGE HISTORY

Version Number	Approved by	Date	Description of Change
1.0	Board	Mar 2015	New Policy
1.1	CEO	February 2019	No significant changes
2.0	Board	February 2020	Significant updates to ensure policy covers changes made per the Treasury Laws Amendment (Enhancing Whistleblower Protections Act 2019
2.1	Board	May 2020	Minor amendment to wording