



NATIONAL HEMOPHILIA FOUNDATION

www.hemophilia.org

Whistleblower Policy and Procedures Effective February 2016

PURPOSE

The National Hemophilia Foundation, hereinafter referred to as "NHF" is committed to lawful and ethical behavior in all of its activities and requires directors, volunteers, employees 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.

Therefore, it is the policy of NHF to afford certain protections to individuals who in good faith report violations of NHF's Code of Ethics or other instances of potential wrongdoing within NHF. The Whistleblower Policy and Procedures set forth below are intended to encourage and enable employees to raise concerns in good faith within NHF and without fear of retaliation or adverse employment action.

DEFINITIONS

For purposes of this policy, the following terms shall be defined as follows:

"Whistleblower": Any member, officer, employee, consultant or contractor of NHF who discloses information to a Designated Individual concerning Inappropriate Behavior that he or she reasonably believes to be true and reasonably believes to constitute Inappropriate Behavior.

"Inappropriate Behavior": Any act or acts of wrongdoing, misconduct, malfeasance, or unethical behavior by any member, officer, employee, consultant or contractor of NHF relative to, among other things, NHF's code of ethics or suspected violations of law or regulations that govern NHF's operations. In addition to unlawful or improper behavior including, but not limited to, any of the following conduct:

- theft;
- financial reporting that is intentionally misleading;
- improper or undocumented financial transactions;
- improper destruction of records;
- improper use of assets;
- violations of NHF's conflict-of-interest policy; and
- any other improper occurrence regarding cash, financial procedures, or reporting.

"Personnel Action": Action affecting compensation, appointment, promotion, transfer, assignment, reassignment, reinstatement or evaluation of performance of the Whistleblower.

"Designated Individual" shall mean any of the following: the Whistleblower's immediate supervisor or Vice President, Senior Vice President, NHF's Chief Executive Officer or Board Chair, Human Resources Representative, or the Chief Operating Officer.

PROCEDURE

- a. Any Whistleblower who has knowledge regarding Inappropriate Behavior is encouraged to disclose such information to a Designated Individual. All reasonable efforts shall be made to

protect the anonymity and confidentiality of the Whistleblower and the Whistleblower shall not be subject to any adverse Personnel Action or other retaliatory action by NHF or any of its members, officers or employees.

- b. Any Designated Individual who receives a complaint from a Whistleblower regarding Inappropriate Behavior shall: (1) review the information; and (2) if such review indicates the reasonable possibility that there has been an occurrence of Inappropriate Behavior, take appropriate corrective action and where appropriate refer such information to the appropriate Vice President, Senior Vice President, NHF's Chief Executive Officer or Board Chair, Human Resources Representative, or the Chief Operating Officer or the Designated Individual deems appropriate and necessary and based upon the nature of the Inappropriate Behavior. All employees are responsible for cooperating in the investigation of alleged Inappropriate Behavior by providing any information they possess concerning the matters being investigated and being candid about such matters. The Designated Individual shall, to the extent appropriate, notify the Whistleblower of the results of his or her review of the complaint.
- c. No Member, officer or employee of NHF shall take any adverse Personnel Action or other retaliatory action against a Whistleblower who exercises his or her rights under this Policy and Procedure or State or federal law. Any Whistleblower who believes that he or she has been retaliated against for reporting or disclosing Inappropriate Behavior should file a written complaint in accordance with existing NHF policies.
- d. This Whistleblower Policy and Procedure shall be provided to all employees of NHF and shall be included in the informational package provided to employees upon commencement of employment with NHF.

Confidentiality

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, NHF cannot guarantee complete confidentiality. Disclosure of information relating to an investigation under this policy by NHF staff, 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, with respect to NHF 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.

Conflicts of Interest

If the complaint involves a member of an investigating committee, Designated Individual, executive committee, the CEO, general counsel and/or the board chair, the involved individual(s) will not be permitted to participate in the consideration of the complaint or the determination of what, if any, action needs to occur with regard to the complaint. If such involvement excludes the majority of a committee from participating in the process, the investigation will be assigned by the board chair to another board committee without similar conflicts. In the event that the board chair has a conflict of interest, the investigation will be assigned by the next individual on the following list without a conflict of interest: finance committee chair, board chair or CEO.

OTHER RIGHTS NOT AFFECTED

Nothing in this Policy and Procedure shall either:

1. alter, abrogate or impair any rights or remedies that a Whistleblower may have under any other federal or State statute or any collective bargaining agreement; or

2. preclude a Whistleblower or Designated Person from disclosing Inappropriate Behavior directly to the an appropriate , law enforcement agency charged with the responsibility of investigating Inappropriate Behavior.