

## **Catalpa Whistleblower Policy**

Previous version:	October 2019
Reviewed on:	December 2023
Next review:	December 2026

### **1. Preamble**

#### **1.1 Statement of Commitment**

Catalpa International (Catalpa) is committed to the highest standards of integrity and ethical conduct and professionalism in all its activities. Catalpa encourages the reporting of any instance of suspected unethical, illegal, fraudulent or otherwise improper conduct involving Catalpa; and will ensure that any person making such a report can do so without fear of adverse action.

#### **1.2 Policy review and ratification**

This Policy has been reviewed and formally ratified by Catalpa’s Senior Leadership team. It is subject to review every three years or more often as necessary.

#### **1.3 Policy linkages**

This Policy is to be enacted alongside obligations confirmed in additional Catalpa policies including:

- Fraud and Corruption Policy
- Code of Conduct
- Child Safeguarding Policy and Child Safeguarding Code of Conduct
- Prevention of Sexual Exploitation, Abuse and Harassment Policy
- External Complaints and Feedback Policy
- Internal Complaints and Feedback Policy (sometimes referred to as “Staff Grievance Policy”)

This policy should be read in conjunction with Whistleblower protection laws under the Corporations Act 2001 (Cth) (Corporations Act). See Annex 1 - definitions list for who is considered a ‘whistleblower’ and who is considered an ‘eligible whistleblower’ meaning someone with legal protections.

### **2. Policy purpose**

This Policy outlines Catalpa’s commitments to receive, investigate and address any allegations related to the activities of Catalpa and/or to its current or former personnel.

### 3. Scope

The scope of this policy:

- Applies to any activities involving Catalpa and to any current or former Catalpa personnel (staff, Board members, contractors, consultants, and volunteers) including Catalpa’s downstream partners when the complaint relates to Catalpa’s activities with those partners. It also applies to a person or organisation with a relationship with Catalpa who reports serious misconduct within Catalpa and/or by Catalpa personnel.
  - *Catalpa cannot accept complaints that don’t relate to Catalpa’s activities or Catalpa’s personnel.*
- This Policy covers any “disclosable matter”. Disclosable matters are serious concerns of actual or suspected misconduct related to fraud, corruption, illegal activities, gross mismanagement, malpractice, sexual exploitation, abuse, harassment, risk to health and safety or any other serious wrong doing. For a full list of disclosable matters see Annex 1 – Definitions.
  - *The Policy does not apply to general complaints, queries or requests or internal human resources issues which are dealt with by Complaints Handling Procedures.*

### 4. Policy principles

*Principle 1 - All Catalpa personnel have an obligation to report any suspected wrongful acts in accordance with this Policy*

- The requirement to disclose any possible wrong-doing will be specified in personnel contracts and in onboarding training
- This policy will be included in Catalpa’s internal e- Handbook
- A copy of this Policy will be accessible to, amongst others, all personnel and partners of Catalpa via our external website – <https://catalpa.io/>

*Principle 2 - Any eligible Whistleblower<sup>1</sup> who wishes to report suspected unethical, illegal, fraudulent, corrupt or dishonest conduct may do so with confidence and without fear of intimidation, ramifications or adverse consequence. Accordingly, Catalpa will take steps to protect its personnel from detrimental treatment or dismissal where Catalpa personnel have taken Whistleblower action in good faith.*

- The procedure for disclosures is outlined below in section 6
- No person who raises genuinely held concerns in good faith under this policy will be subjected to any detrimental action even if the concerns turn out to be unfounded

---

<sup>1</sup> As above, a whistleblower is someone with inside knowledge of an organisation who reports misconduct or dishonest or illegal activity that may have occurred within that organisation.

- Whistleblowers have extra protection under Australian law<sup>2</sup> if they:
  - Are connected to Catalpa (be an 'eligible Whistleblower')
  - Tell the right person (a 'Protection Officer') and
  - Make a certain type of complaint (a 'disclosable matter')
- Even though a Whistleblower may be implicated in the wrongful act, they will not be subjected to any actual or threatened retaliatory action or victimisation in reprisal for making a report under this policy. However, making a report will not necessarily shield the Whistleblower from the consequences flowing from that person's involvement in the wrongful act. In some circumstances an admission may be a mitigating factor when considering disciplinary or other action.

*Principle 3 - Catalpa ensures a fair and impartial investigative process and commits to responding in a timely, respectful and confidential manner to all disclosures.*

- The investigation process is outlined in section 6 below
- A Whistleblower's identity will be protected, although if the matter needs to be referred to ASIC, APRA, the police and/or a lawyer there are circumstances under which Catalpa may be required to disclose the name of the Whistleblower for example to a court or tribunal (see section 5 - confidentiality below)
- Catalpa is committed to ensuring fair treatment of the Whistleblower(s) and also any personnel engaged by Catalpa who are mentioned in reports of disclosable matters and/or to whom such disclosures relate. Fair treatment includes the right for the personnel to respond to any allegations related to them prior to any findings being made and for any responses to be considered by Catalpa including further investigation as needed
- Disclosures and investigations will be treated confidentially as far as is possible to do so while honouring Catalpa's own mandatory reporting requirements and enabling a fair investigation. Catalpa will take all reasonable precautions to store any records relating to an Incident Report, Disclosure and/or investigation.

---

<sup>2</sup> The relevant legislation is sections 1317AA to 1317AK of the Corporations Act 2001 (Cth) and sections 14ZZT to 14ZZZE of the Taxation Administration Act 1953 (Cth) (the Australian Whistleblowing Legislation). The protections under the Australian Whistleblowing Legislation only apply to certain types of disclosures, known as Qualifying Disclosures.

## 5. Confidentiality

If a disclosure of Disclosable Matters is made in accordance with this Policy, it is unlawful for a person to identify a Whistleblower, or disclose information that is likely to lead to the identification of the Whistleblower, outside of the exceptions listed below:

- to ASIC, APRA, or a member of the Australian Federal Police;
- to a legal practitioner for the purpose of obtaining legal advice or legal representation about the Whistleblowing provisions of the Corporations Act;
- to a person or body prescribed by the Corporations Act regulations; or
- with the consent of the Whistleblower.

The information contained in a disclosure made by the Whistleblower under this Policy may be disclosed without the Whistleblower's consent if the disclosure of this information is reasonably necessary to investigate the issues raised in the report, provided that:

- the information does not include the Whistleblower's identity and
- all reasonable steps have been taken by Catalpa to reduce the risk that the Whistleblower's identity will be revealed from the information provided.

A Catalpa employee who is the recipient of a disclosure from a Whistleblower, including a Protection Officer, must not reveal the identity of a Whistleblower nor information that is likely to lead to their identification without the written consent of the Whistleblower or the express written permission of the Catalpa Chief Operating Officer / Safeguarding Focal Point. To do so may constitute a criminal offense.

Accordingly, Catalpa will take all reasonable steps to reduce the risk that a Whistleblower will be identified as a result of making a disclosure under this Policy and to ensure their identity remains confidential throughout the investigation process. Principles that will be followed by Catalpa to protect a Whistleblower's confidentiality include:

- a) *Identifying information will be redacted:* the contact officer(s) who receives the disclosure will redact all personal information or reference to a Whistleblower witnessing an event, utilise gender neutral terms when referring to the Whistleblower, and where possible, liaise with a Whistleblower to identify any aspects of their disclosure that could inadvertently identify them
- b) *Qualified investigators will be used:* ensure that disclosures will be handled and investigated by qualified staff who are reminded of their confidentiality obligations in the handling of investigations
- c) *Information will be stored correctly:* securely storing documents (whether electronic or paper) relating to disclosures, putting in place measures to

prevent information about investigations of disclosures being sent to an email address or printer that can be accessed by other staff

- d) *Access to information will be limited to who needs to know*: limiting access to information to those investigating the disclosure.

## **6. Communication with the Whistleblower**

Communication with the Whistleblower should be undertaken only by the Protection Officer(s) and/or the investigations focal point that is nominated from the membership of the *Catalpa Confidential Reporting and Investigations Committee*<sup>3</sup>.

If the Whistleblower is able to be contacted, Catalpa will confirm acknowledgement of receipt of disclosure within three business days. At this stage, the Whistleblower should be asked whether further updates on the status of the investigation are desired by the Whistleblower and if it is safe for them to be contacted on an ongoing basis.

If so, the Whistleblower will be informed whether the initial review of the disclosure has determined whether or not an investigation will proceed (see section 7.1) - this update should be ten business days of the original disclosure wherever possible.

In addition, where practical, the Whistleblower will be kept informed once every 30 working days regarding the status of the investigation (or more often as needed) noting that no details of the investigation could be shared in order to protect due process and confidentiality.

## **7. Disclosures and disclosable matters**

Disclosable matters relate to any serious wrong-doing in which Catalpa personnel have taken part (see Annex 1 for specific definitions) as distinct to everyday grievances or complaints which are not dealt with under this policy.

Catalpa welcomes voluntary Whistleblowing by any person with reliable information in relation to disclosable matters, noting that under Australian Whistleblowing Legislation a person is an 'eligible Whistleblower' under certain conditions (see Annex 1 for specific definitions).

### **7.1 Who to make a disclosure to**

Anyone can make a disclosure as a Whistleblower in the following ways:

- Make a report to any of the following Whistleblower Protection Officers within Catalpa

---

<sup>3</sup> More information about the investigation's focal point can be found in Catalpa's External Reporting and Complaints Policy.

<b>Name</b>	<b>Title</b>	<b>Contact Email</b>	<b>Contact Number</b>
Brian Francisco	Chief Financial Officer / Chief Operating Officer	<a href="mailto:brian@catalpa.io">brian@catalpa.io</a>	WhatsApp +17547027426
Keren Gifford	People & Culture Manager	<a href="mailto:keren@catalpa.io">keren@catalpa.io</a>	+61 411 777 270
Kate Michelly	International Programs Manager	<a href="mailto:kate@catalpa.io">kate@catalpa.io</a>	+61 402 499 435
Sharon Edington	Program Quality Manager	<a href="mailto:sharon@catalpa.io">sharon@catalpa.io</a>	+61 450 408 140

The making of a report to either of the above Protection Officers via the contact details provided above will mean that it has been made to an eligible recipient under the Australian Whistleblowing Legislation.

- Make a report to Catalpa's independent third party complaints mechanism, Stopleveline on:
  - Telephone: 1300 30 45 50 (Australia Only)
  - Email: [makeareport@stopline.com.au](mailto:makeareport@stopline.com.au)
  - On-line: <https://catalpa.stoplinereport.com>
  - Mail: Catalpa International, c/o Stopleveline, PO Box 403, Diamond Creek, VIC 3089
- Under the Australian Whistleblowing Legislation, Whistleblowers may also report disclosable matters to the following additional 'eligible recipients' within Catalpa:
  - the Board of Directors of Catalpa
  - an auditor, or a member of an audit team conducting an audit of Catalpa or a related body corporate
  - an actuary of Catalpa or a related body corporate;
  - any person authorised by Catalpa to take disclosures (being the Protection Officers listed above)
  - a senior manager of Catalpa or a related body corporate, which for the purposes of this Policy, consists of the members of the Senior Leadership Team – as such, disclosures can be made to the members of the Senior Leadership Team by email
  - Additionally, the Australian Whistleblowing Legislation allows Whistleblowers to make Tax Disclosures to the following "eligible recipients"

- (a) a registered tax agent or Business Activity Statement (BAS) agent who provides tax agent services or BAS services to Catalpa;
- (b) any other employee or officer (within the meaning of the Corporations Act 2001 (Cth)) of Catalpa who has functions or duties that relate to the tax affairs of Catalpa.
- o Under the Australian Whistleblowing Legislation, Whistleblowers may also report disclosable matters to the following regulators - however please note that where reports are made to one of these regulators Catalpa will not automatically become aware of that report and so may not be able to respond in accordance to the Policy:
  - (a) the Australian Securities and Investments Commissions (ASIC)
  - (b) the Australian Prudential Regulation Authority (APRA)
  - (c) in relation to Tax Disclosures, the Commissioner of Taxation (ATO),  
or
  - (d) any other prescribed Commonwealth authority or regulator.

Generally only reports that are made to the list of people or entities set out in section 6.1 will ensure protections are afforded to the Whistleblower making the report. Making reports to others outside Catalpa (other than those outlined above as per Australian Whistleblowing Legislation) will not obtain the protection of the Australian Whistleblowing Legislation or any other protections provided by this Policy. This is because it is important to ensure that confidential information belonging to Catalpa is not disclosed outside of Catalpa.

Under the Australian Whistleblowing Legislation, there are two special categories of protected disclosures that will protect Whistleblowers who report to a journalist or a Member of Parliament. It is important for a Whistleblower to understand the criteria for making a Public Interest Disclosure or an Emergency Disclosure. If a Whistleblower proposes to make a Public Interest Disclosure or Emergency Disclosure, they should contact an independent legal advisor before making such a disclosure. Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation in relation to the operation of the Australian Whistleblowing Legislation are protected, even if the legal practitioner concludes that the disclosure is not a Qualifying Disclosure.

Except for Public Interest Disclosures and Emergency Disclosures, speaking to a journalist or member of parliament regarding Catalpa without authorisation is not permitted and may result in disciplinary action.

## **7.2 What information to provide in the disclosure**

Disclosures are most useful when they include key information that offers actionable insight. Disclosures should include as much of the following information as possible if known by the person making the disclosure:

- What occurred – describe the act that is suspected or has been witnessed. It is useful to also describe what should have happened, so the report taker

is clear about the nature of misconduct being described. Report what occurred; the sequence of events leading up to witnessing the act; steps observed and any actions taken to confirm suspicions or observations.

- How the misconduct arose – describe any factors that may have enabled the misconduct or contributed to the misconduct going undetected, being concealed or being previously unidentified.
- Where it occurred – the physical location/address where the misconduct occurred; the work location of those perpetrating the misconduct or the location where the misconduct was observed.
- When the misconduct occurred – key dates of actions suspected or observed relating to the misconduct being disclosed. If a series of events occurred, offer these in chronological order if possible.
- Who was involved – offer names and job titles of those associated with the misconduct if known or information that may help identify those that may have been associated with the misconduct. Also offer names of others that may have witnessed or played a role in the acts being reported.

### **7.3 Requirement for timely disclosures**

There is no prescribed time limit associated with making Whistleblowing disclosures under the Australian Whistleblowing Legislation.

However, the sooner misconduct is reported the more likely it is that reliable evidence will be able to be gathered as part of any investigation. Further, there may be limitations regarding legal action that can be taken in response to proven allegations.

However, the amount of time that has passed, this should not deter Whistleblowers from making a disclosure about misconduct they have reasonable grounds to believe occurred. All disclosures can assist Catalpa to refresh risk management monitoring, training and controls.

### **7.4 Obligations of the Whistleblower in making a disclosure**

A Whistleblower must provide information to assist any inquiry/investigation of the wrongdoing disclosed.

Further, any disclosure must be made in good faith and sincere intentions. Anyone who knowingly makes a false report of Disclosable Matter, or who otherwise fails to act honestly with reasonable belief in respect of the report, may be subject to disciplinary action, including dismissal (in the case of employees). The disciplinary action or sanction will depend on the severity, nature and circumstance of the false report.



The Whistleblower must disclose at the outset any personal interest they may have in the Disclosable Matter including their own involvement.

In order to enable confidentiality to be kept, and to protect the identity and safety of the Whistleblower, Catalpa asks that the Whistleblower does not notify any person outside of the reporting and investigation chain that they have made a report.

### **7.5 Anonymous disclosures**

Whistleblowers are able to make anonymous disclosures and remain anonymous during any investigation and after any investigation is finalised (unless consent to disclosure is provided or the law requires otherwise). In these circumstances, Whistleblowers will still be entitled to the protections set out in this Policy and under the Australian Whistleblowing Legislation if the other requirements for making the disclosure are complied with.

However, it should be noted that if the Whistleblower's identity is not provided when making a disclosure this may prevent Catalpa from:

- re-contacting the Whistleblower to clarify or confirm information supplied
- proceeding with an investigation if insufficient information has been furnished
- providing the Whistleblower with updates
- taking steps to protect the Whistleblower from detriment.

If a Whistleblower wants to maintain complete anonymity when making a disclosure, the Whistleblower could take the following actions to maintain their privacy:

- Submits their disclosure from a computer not connected to Catalpa's network
- if making the disclosure by phone, call from an unlisted number
- if submitting an email, uses a private email address (e.g. like Gmail or another external email provider) – not one connected to Catalpa's network – which does not reveal any private details of the Whistleblower including their name
- refrains from telling others that they have filed a Whistleblowing disclosure

Please note that even if a Whistleblower does not make the report on an anonymous basis the person receiving the report is not permitted to reveal the identity of the Whistleblower, or information that is likely to lead to the identification of the Whistleblower, save for in certain exceptions as set out in section 5 – confidentiality.

## **8. Investigations**

All disclosures made under this Policy will be treated sensitively and seriously, and will be dealt with promptly, fairly and objectively, as per details below.

## **8.1 Initial assessment of a disclosure**

All disclosures should be referred to the Protection Officer(s) listed in this Policy for further handling and, if needed, referral to investigation.

As a first step after receiving a disclosure, Catalpa's Protection Officer(s) will determine whether the reported misconduct qualifies for an investigation under this Whistleblower Policy and if so, will determine if a formal investigation is required and whether there is sufficient information to enable an investigation.

Catalpa may not be able to undertake an investigation in some circumstances, including if it is not able to contact the Whistleblower to obtain information to enable an investigation to proceed in a timely manner.

All Protected Disclosures will ultimately be reported to the *Confidential Reports & Investigations Committee*, and logged in the Catalpa Whistleblower Register. If the Protection Officer(s) deems it necessary, a Protected Disclosure can form a standalone agenda item of a *Confidential Reports & Investigations Committee* meeting.

## **8.2 Investigating a disclosure**

Where the Protection Officer(s) determine that an investigation should be conducted, the Protection Officer(s) will next determine the investigation process, which should include:

- Scope of the investigation
- Who would conduct the investigation i.e. a member of the *Confidential Reports & Investigations Committee* or whether an external investigator should be engaged
- Whether any financial, legal or technical advice is required to support the investigation
- The timeframe for the investigation - this will be based on the scope of the investigation and the complexity of the issues and/or context of the investigation.

Part of the investigation set-up process will be to:

- determine who will be the ongoing point of contact with the Whistleblower if needed to seek further information and to keep them informed, as this should only be a member of the *Confidential Reports & Investigations Committee* (ideally the member of the Committee who is already in touch with the Whistleblower in their capacity of Protection Officer)
- establish who is responsible for keeping the Whistleblower Register and other records up to date. An investigation log should be kept including actions taken, stakeholders involved and due process followed.

Catalpa will apply principles of procedural fairness and natural justice to the conduct of any investigation conducted under this Policy.

The agreed Investigator will start an investigation within 10 working days of the actionable disclosure wherever possible.

In the conduct of an investigation, Catalpa's agreed Investigator may proceed as follows:

- speak to anyone who may be affected or involved in the disclosure so that they are provided with the opportunity to respond to the allegation(s)
- consider these responses
- speak to witnesses (where there is a dispute as to the facts surrounding the allegation(s)).

In the course of the investigation, it is permissible to disclose information regarding the suspected or actual wrongdoing disclosed (as long as it is possible to do so without revealing the Whistleblower's identity or information that is likely to lead to the identification of the Whistleblower). Whereas, the identity of the Whistleblower can only be shared in very narrow circumstances outlined in section 5 – confidentiality.

### **8.3 Investigation findings**

Once the investigation is completed, the *Confidential Reports & Investigations Committee* will determine the recommended course of action (if any) that Catalpa should take in response to the findings and share this determination with the *Confidential Reports & Investigations Committee*.

Such action may include a disciplinary process or another form of escalation of the report within or outside of Catalpa. Catalpa reserves the right to institute performance management or other disciplinary action, including termination of employment or engagement, in relation to those found to have committed misconduct. Catalpa also reserves the right to refer matters to law enforcement or regulatory bodies at any time should the misconduct in Catalpa's reasonable opinion warrants such a referral.

The method of documenting and reporting the findings of any investigation will depend on the nature of the disclosure. Catalpa will ensure that, in accordance with this Policy, publication of an investigation's findings will not breach the Whistleblower's confidentiality.

If appropriate, and subject to any applicable confidentiality, privacy or legal constraints, the designated *Confidential Reports & Investigations Committee* will notify the Whistleblower, and any personnel who is the subject of a disclosure, of the outcome of the investigation. However, there may be circumstances where it is not appropriate to provide details of the outcome to these parties.

## **9. Protections**

### **9.1 Protections available under this Policy**

A person must not cause, or threaten to cause, detriment to a person because they have made, may make, proposes to make, or could make, a disclosure that qualifies for protection under this Policy and Australian law.

Examples of proscribed detrimental conduct include dismissal, discrimination, harassment or intimidation, altering a person's position in employment to their prejudice, altering an employee's position or duties to their disadvantage, physical or psychological harm; or damage to a person's property, reputation, business or financial position.

Actions that are not detrimental conduct include:

- administrative action that is reasonable for the purpose of protecting a discloser from detriment (e.g. moving a person who has made a disclosure from their immediate work area to another location where necessary to prevent detriment from occurring)
- managing a Whistleblower's unsatisfactory work performance.

In order to be eligible for the protections under this Policy, a Whistleblower must:

- be an eligible Whistleblower
- make a disclosure of a Disclosable Matter to an eligible Recipient or as otherwise provided in accordance with the Policy
- be acting honestly with genuine or reasonable belief that the information in the allegation is true or likely to be true, and
- have not engaged in serious misconduct or illegal conduct in relation to the Disclosable Matter.

The protections in this Policy apply not only to disclosures of Disclosable Matter made to those eligible recipients outlined in section 6.1.

You can still qualify for the protections under this Policy even if your disclosure turns out to be incorrect or your legal practitioner has advised you that your disclosure is not a Disclosable Matter.

If you have made a Protected Disclosure you must, at all times during the reporting process, continue to comply with this Policy.

### **9.2 Protections and remedies available under Australian law**

In addition to the protections specified in this Policy, additional legislative protections may also be available to eligible Whistleblowers, including but not limited to:

- Compensation for loss, damage or injury suffered as a result of detrimental conduct arising from making a disclosure or where an entity failed to take reasonable cautions and exercise due diligence to prevent the detrimental conduct

- an injunction to prevent, stop or remedy the effects of the detrimental conduct
- an order requiring an apology for engaging in the detrimental conduct
- if the detrimental conduct wholly or partly resulted in the termination of an employee's employment: reinstatement to their position
- any other order the court thinks appropriate.

Whistleblowers are encouraged to seek independent legal advice in relation to these matters.

### **10. Record keeping**

A confidential Whistleblower Register will be kept which only the *Confidential Reports & Investigations Committee* have access to, which provides statistics of the number of reports received, and summarises for each report:

- The type of alleged misconduct
- The seniority of the alleged wrong-doer
- The level of perceived risk
- The time it took for the investigation to be concluded
- The end result of each investigation including upholding or dismissing the report and the nature of the action taken (including disciplinary action of the wrong-doer if relevant).

This information will be used by Catalpa senior management to monitor and address risks within the organisation and mitigate or manage the risk of any wrong-doing in future.

## **Annex One. Definitions List**

Whistleblowing is: The disclosure by or for a witness of actual or suspected misconduct in Catalpa that reveals fraud, corruption, illegal activities, gross mismanagement, malpractice, sexual exploitation, abuse, harassment, risk to health and safety or any other serious wrong doing. Whistleblowing disclosures are normally greater in severity to general complaints and generally do not affect the complainant personally. They are therefore different from a normal grievance or complaint which the individual is personally affected.

A Whistleblower is: A person who reports serious misconduct in accordance with this policy. A Whistleblower is someone who raises a concern about a danger or an illegality that affects others; they are not usually directly affected by the danger or illegality and therefore are unlikely to have a personal interest in the outcome of any investigation that may occur.

An Eligible Whistleblower is: As per the ACNC guidance<sup>4</sup>, an eligible Whistleblower is a person who makes or attempts to make a protected disclosure and is connected to Catalpa as:

- An officer or employee of Catalpa
- An individual or an employee of a person that supplies services and/or goods to Catalpa including a volunteer
- An individual who is an associate of Catalpa
- A relative or dependent of any of the above, or a dependent of a spouse of any of the above
- An individual prescribed by The Regulations<sup>5</sup> as being an eligible Whistleblower.

An eligible Whistleblower can remain anonymous and still qualify for protection.

An (internal) Protection Officer is: A Catalpa staff member responsible for receiving protected disclosures (the information that is 'whistle blown') and referring them to the appropriate person to the Catalpa Reporting and Investigations Committee for investigation and action. A Protection Officer may be nominated by the Committee to ensure the Whistleblower has adequate support through the investigation process.

The responsibilities of a Protection Officer cannot be delegated (except between Protection Officers if the appointed Protection Officer is required to be absent from the office for a period of time or is due for leave).

A list of Protection Officers is provided in section 5 of this policy – Disclosures.

---

<sup>4</sup> <https://www.acnc.gov.au/tools/factsheets/Whistleblower-protections>

<sup>5</sup> <https://www.legislation.gov.au/Series/F2001B00274>

External Protection Officer: Stopline is an external complaints and Whistleblowing service engaged by Catalpa to support safe handling of complaints and investigations. See page 5 of this Policy for how Stopline can be contacted.

Other organisations are also eligible to receive Whistleblowing complaints are the government body such as ASIC, an auditor or a legal practitioner (in this case you must ask for legal advice on Whistleblower protections).

#### Catalpa's Confidential Reporting and Investigations Committee

This Committee is composed of Catalpa personnel who have been trained in investigations by Stopline and who have either been designated Whistleblower Protection Officers or Whistleblower Investigation Officers in the Stopline-based Complaints Log Catalpa uses with associated access to the information regarding specific investigations. Within this Committee, only some members need be involved in each investigation - see section 7.3 for more detail. The ToR for this Committee is in Annex 1 of the [Safeguarding Group ToR here](#).

A Whistleblower Investigation Officer is: A person appointed by Catalpa to lead the investigation who should be either:

- A member of Catalpa's Confidential Reporting and Investigations Committee, for internal investigations:
  - This Catalpian could be either one of the Protection Officers listed in this Policy or
  - One of the other Committee members, who is named as a Whistleblower Investigation Officer in the Stopline Service Agreement (With associated access to the Stopline Complaints log database) and who has received both Safeguarding Training (by a Safeguarding specialist) and Investigation Training (by Stopline).
- A qualified external investigator independent of Catalpa in the event of serious misconduct being alleged i.e. Safeguarding Services in the case of child safeguarding and/or PSEAH complaints or Stopline for other misconduct such as fraud.

A Disclosable Matter: Misconduct, for this policy, is behaviour that:

- Is unlawful in Australian and/or the country where the program activity is being carried out
- May lead to incorrect financial reporting or relate to questionable accounting and/or auditing matters
- Are not in line with Catalpa's Code of Conduct including fraud, corruption and terrorism related activity and/or are not in line with Catalpa's Child Safeguarding Policy and/or Prevention of Sexual Exploitation, Abuse and Harassment Policy
- Constitutes gross mismanagement and/or repeated breaches of administrative procedures

- Unreasonably endangers health and safety of others or the environment
- Results in serious or substantive waste (including of agency resources)
- Causes financial or non-financial loss to Catalpa; or damage its reputation; or be otherwise seriously contrary to Catalpa's Whistleblower policy
- Involves any other kind of serious impropriety including retaliatory action against a Whistleblower for having made a wrongdoing disclosure.

Mandatory Reporting: At Catalpa, it is mandatory to report any concerns, suspicions or alleged incidents of:

- child abuse or exploitation and/or
- any sexual exploitation, abuse or harassment in line with our PSEAH and Child Protection policies
- fraud and/or corruption
- suspected terrorism activities.

Whistleblower Protections: If a complaint is made in good faith the Whistleblower may receive additional protections under Australian Law (the corporations Act<sup>6</sup>) in certain circumstances. To receive these extra protections the

Whistle-blower needs to:

- Be an 'eligible whistle-blower'
- Tell the right person (a contact officer)
- Make a complaint that is a 'disclosable matter'

Complaints log: It is a requirement of Catalpa's safeguarding policies that all complaints received of misconduct are recorded in one consolidated confidential Complaints Log. As Stopleveline provides a password protected database for this purpose to Catalpa, Catalpa has decided to use the Stopleveline Complaints Log as the one-stop-shop recording all complaints regardless of whether they were received via Stopleveline or not. When the complaint was not received via Stopleveline (i.e. was received directly from Catalpa), Catalpa can still log the complaint in the Stopleveline system by selecting 'yes' in the 'internally raised?' dropdown menu.

---

6

<https://asic.gov.au/about-asic/asic-investigations-and-enforcement/Whistleblowing/guidance-for-Whistleblowers/>



## **Annex 2. Examples of what can and cannot be reported under this Policy**

- **What matters should be reported under this Policy?**

Answer: It is important Catalpa is aware of any information which allows it to appropriately manage risks to its employees, customers, property, business and reputation. If you have reasonable grounds to suspect that you have information concerning:

(a) misconduct (which includes fraud, negligence, default, breach of trust and breach of duty) or an improper state of affairs or circumstances in relation to Catalpa or any related body corporate; or

(b) misconduct, or an improper state of affairs or circumstances, in relation to the tax affairs of Catalpa or any related body corporate (Tax Disclosures),

then this is Disclosable Matter for the purposes of this Policy. The Disclosable Matter described above would also be a 'disclosable matter' under the Australian Whistleblowing Legislation.

In addition, you should also report any other conduct or activity which you reasonably believe poses a significant risk to our employees, the community, our property, our operations or our reputation. Reports in relation to such conduct will be treated as Disclosable Matter under this Policy even if the conduct you report is not a disclosable matter under the Australian Whistleblowing Legislation.

Examples of Disclosable Matter under this Policy may include:

(a) dishonest, corrupt, fraudulent or unlawful conduct or practices, including bribery;

(b) financial irregularities;

(c) unfair, dishonest or unethical dealings with a customer or third party;

(d) unethical or serious improper conduct including breaches of any legal or regulatory obligations, breaches of Catalpa's policies (such as the Catalpa Ethics Policy or Catalpa Staff Code of Conduct), or engaging in misleading or deceptive conduct especially in relation to accounting or financial reporting practices;

(e) any other serious impropriety; or

(f) any other conduct or act which causes, or has the potential to cause, loss or liability to Catalpa or which may otherwise be detrimental to Catalpa's interests (including, for example, unsafe work practices or abuse of Catalpa's property or resources).

Catalpa expects all employees and officers to report any Disclosable Matter. Failure to report such conduct may result in disciplinary action.

A Whistleblower is encouraged to reveal, at the outset, any personal interest or involvement they may have in the matter. A failure to disclose any personal

interests will not prevent the reported disclosure being dealt with pursuant to this Policy.

### **What matters should NOT be reported under this Policy?**

“Personal work-related grievances” about any matter relating to a Whistleblower's current or former employment and having or tending to have implications for the Whistleblower personally, and which does not:

have any other significant impacts for Catalpa; or

otherwise relate to Disclosable Matter (or alleged Disclosable Matter), are excluded from the Australian Whistleblowing Legislation and fall outside the scope of this Policy.

The following are specific examples of grievances which may be personal work-related grievances, and which should not be reported under this Policy:

- an interpersonal conflict between employees;
- a decision about employment, transfer or promotion;
- a decision about the terms and conditions of employment of the Whistleblower; or
- a decision to suspend or terminate the employment of the Whistleblower, or otherwise to discipline the Whistleblower.

Staff who wish to raise any personal work-related grievances should follow the processes set out in the Catalpa Internal Complaints and Grievance Policy.

For completeness, a personal work-related grievance may still qualify for protection under the Australian Whistleblowing Legislation if, for example:

- it includes information about misconduct, or the information about misconduct includes or is accompanied by a personal work-related grievance (i.e. a mixed report);
- the matter relates to misconduct, or breaches of employment or other laws punishable by imprisonment for a period of 12 months or more;
- it relates to conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the Whistleblower's personal circumstances;
- the Whistleblower suffers from or is threatened with detriment for making a disclosure; or
- the Whistleblower is seeking legal advice or legal representation about the operation of the Whistleblower protections contained in the Australian Whistleblowing Legislation.