

Whistleblower Policy
as Stated in the Employee Handbook
of
Public Welfare Foundation

General

Public Welfare Foundation holds its staff and directors to high standards of ethics and conduct and in adopting this policy, requires directors, officers and employees to maintain these standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of the Foundation, staff and directors must practice honesty, integrity and openness in all dealings in which they represent the Foundation. Failure to follow these standards may result in disciplinary action including possible termination of employment, dismissal from one's board duties and possible civil or criminal prosecution if warranted.

Staff, board members, consultants and volunteers are encouraged to report suspected fraudulent or dishonest conduct (i.e. to act as "whistleblower"), in accordance with this policy.

Reporting

A person's concerns about possible fraudulent or dishonest use or misuse of resources or property should be reported to his or her supervisor, the Chief Financial and Administrative Officer, or the President. The Foundation supports an open door policy and suggests that employees and other interested parties share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases involving employees, that person would be the employee's supervisor. If a person finds it difficult to report these concerns to a staff member, s/he may report these concerns directly to the Board Chair, Chair of the Finance Committee, or Chair of the Audit Committee.

Handling of Reported Violations

Supervisors and Foundation officers should immediately inform the President of any reported violations, or if the violation concerns the President, should inform the Board Chair. The President will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. If the violation is reported to the Board Chair, Chair of the Finance Committee, or Chair of the Audit Committee, an acknowledgment will

be made within 10 business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

No Retaliation

No director, officer or employee who in good faith reports a violation shall suffer harassment, retaliation or adverse employment consequences. Employees and directors of PWF may not retaliate against a whistleblower for informing management about an activity which that person believes to be fraudulent or dishonest with the intent or effect of adversely affecting the terms or conditions of the whistleblower's employment, including but not limited to, threats of physical harm, loss of job, punitive work assignments, or impact on salary. An employee, officer, or director who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment or removal, as the case may be.

Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation must act in good faith and have reasonable grounds for believing the information disclosed is a violation. Any baseless allegations that prove to be unsubstantiated and which prove to have been made maliciously or knowingly to be false shall be viewed as a serious disciplinary offense.

Confidential

Violations or suspected violations may be submitted on a confidential basis by the complainant. Whistle-blowing complaints will be handled with sensitivity, discretion and confidentiality to the extent allowed by the circumstances and the law. Generally, this means that whistleblower complaints will only be shared with those individuals to whom it is necessary to disclose the complaints in order for PWF to conduct an effective investigation and determine what action to take based on the results of any such investigation. In appropriate cases, the complaints may be shared with law enforcement personnel. Should disciplinary or legal action be taken against a person or persons as a result of a whistleblower complaint, such persons shall also have the right to know the identity of the whistleblower.

Accounting and Auditing Matters

All concerns or complaints regarding corporate accounting practices, internal controls or auditing should be reported to the President. The President shall immediately notify the Chair of the Audit Committee, with an informational copy to the Board Chair, of any such complaint and work with the Committee until the matter is resolved. If the complaint involves the President, the violation should be reported to the Board Chair. This reporting procedure differs from that specified under "Reporting."

Definitions

Whistleblower: An employee, board member, or consultant who informs the Chief Financial and Administrative Officer, President, Board Chair, Chair of the Finance Committee, or Chair of the Audit Committee about an activity relating to the Public Welfare Foundation which that person believes to be fraudulent or dishonest.

Baseless allegations: Allegations made with reckless disregard for their truth or falsity. Individuals making such allegations may be subject to disciplinary action by the Foundation.

Fraudulent or dishonest conduct: A deliberate act or failure to act with the intention of obtaining an unauthorized benefit. Examples of such conduct include, but are not limited to:

- Forgery or alteration of documents;
 - Unauthorized alteration or manipulation of computer files;
 - Fraudulent financial reporting;
 - Pursuit of a benefit or advantage in violation of PWF's Conflict of Interest Policy, Personnel Policies, or Board Policies and Procedures;
 - Misappropriation or misuse of the Foundation's resources such as cash, investments, or other assets;
 - Authorizing or receiving compensation for goods not received or services not performed;
 - Authorizing or receiving compensation for hours not worked; and
 - Covering up the fraudulent activity to prevent the discovery of such acts committed stated above.
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