

Whistleblower Policy

Purpose

Early Childhood Management Services (ECMS) is committed to the highest standard of conduct and supports a culture of honesty, ethical behaviour, corporate compliance and good corporate governance.

ECMS encourages the reporting of any instance of suspected unethical, illegal, fraudulent or undesirable conduct involving any part of ECMS' business, and provides protections and measures so that those persons who make a report may do so confidentially without fear of intimidation, disadvantage or reprisal.

This policy will be made available to Board members and employees of the company via ECMS SharePoint and the Internal Policies and Procedures manual.

Scope

This policy applies to the following:

- A. A whistleblower is a current or former insider within ECMS.
- B. The Integrity and Accountability Legislation Amendment (Public Interest Disclosures, Oversight and Independence) Bill 2018 (Vic) (the Bill) defines an insider (an "eligible whistleblower") to include an individual who is or who has been:
 - i. a current or former officer of the organisation as the regulated entity. This will include board members as directors of the organisation and the secretary, if the secretary is not a board member;
 - ii. a current or former employee of ECMS as the regulated entity;
 - iii. an individual who currently supplies or has previously supplied services or goods to the ECMS (whether paid or unpaid). This includes contractors, suppliers and volunteers. The Bill also includes employees of those who supply services or goods; or
 - iv. a relative or dependent of any of the above.
- C. The definition of an eligible whistleblower does not extend to a consumer or customer of the organisation, that is, the whistleblowing protections do not extend to parents. Concerns and allegations of misconduct or improper behaviour raised by parents should be dealt with using the ECMS complaints policy and procedure.

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Definition of Whistleblowing for this Policy

Whistleblowing means the disclosure of information from a person who has reasonable grounds to suspect that the information concerns wrongdoing which:

- A. is dishonest, fraudulent or corrupt, including bribery;
- B. is an illegal activity (such as violence, harassment or intimidation, discrimination, victimisation or bullying, theft, criminal damage to property or other breaches of state or federal law);
- C. is an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
- D. is unethical or in breach of ECMS policies (such as dishonestly altering company records or data, adopting questionable accounting practices or willfully breaching ECMS' Code of Conduct or other policies or procedures);
- E. is potentially damaging to ECMS, an ECMS employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of ECMS property or resources;
- F. may cause financial loss to ECMS, damage its reputation or be otherwise detrimental to ECMS' interests; and
- G. involves any other kind of misconduct or an improper state of affairs or circumstances.

What is NOT Whistleblowing

This policy must not be used for retaliation, trivial or vexatious matters; it is strictly applicable to matters that satisfy the above definition. A trivial or vexatious allegation with no substance may in itself constitute wrongdoing.

Any disclosure of information that concerns a personal work-related grievance of an employee is not a disclosable matter under this policy. Personal work-related grievances should be dealt with through ECMS' Grievance Policy.

Duties of Board Members, Employees and Others in Relation to Disclosures

It is expected that any ECMS Board member, employee or others as outlined in the 'Scope' who becomes aware of actual, or suspect on reasonable grounds, potential cases of wrongdoing will make a report under this policy.

Where the allegation relates to a child or children's safety, ECMS' Child Safe Policy and Procedure, including the Reportable Conduct Policy, must also be followed.

Making a Report

If you become aware of any issue or behavior which you consider to be reportable, you can report the allegation directly to either of the designated Internal Whistleblower Protection Officers (see Appendix A). The Whistleblower does not need to prove their suspicions.

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If the alleged or suspected wrongdoing involves ECMS' senior management you can report the matter to the Internal Whistleblower Protection Officers (as per above) or one of the Board-appointed Whistleblower Protection Officers (see Appendix A).

The Whistleblower Protection Officers may appoint an external Whistleblower Protection Officer if it is deemed necessary due to the nature of the issue.

While it is ECMS' preference that you raise reports with an Internal Whistleblower Protection Officer, it is important to note that under the *Corporations Act 2001* you may also raise the matter with a 'senior manager' of ECMS, where a 'senior manager' is defined in the Corporations Act as "a director or senior manager ... who makes, or participates in making, decisions that affect the whole, or a substantial part, of the business of the company, or who has the capacity to affect significantly the company's financial standing".

Responsibilities of Whistleblower Protection Officers

The role of a Whistleblower Protection Officer is to safeguard the interests of the Whistleblower.

The Whistleblower Protection Officer is responsible for appointing an investigator to inquire into the substance of the report. On the basis of sufficient evidence in support of the matters raised in the report, the Whistleblower Protection Officer will determine whether to refer reports for further action, or refute these where necessary.

Investigations must be conducted in a fair and independent manner. The investigation will not be conducted by a person who may be the subject of the investigation or has appropriate connections (actual or perceived) to the person(s) or practice(s) under investigation.

The Whistleblower Protection Officer must ensure that the Whistleblower is kept informed of the outcome of the inquiry or investigation, subject to the considerations of privacy of the Whistleblower themselves and those against whom the allegations are made. Subject to the Whistleblower's consent, the Whistleblower Protection Officer may appoint a person to assist in the investigation or appoint an external investigator if it is deemed necessary due to the nature of the issue.

Protection of Whistleblowers

ECMS is committed to ensuring confidentiality in respect of all matters raised under this policy, and that those who make a report are treated fairly and do not suffer detriment.

A. Protection against detrimental conduct.

Detrimental treatment includes dismissal, demotion, harassment, discrimination, disciplinary action, bias, threats or other unfavourable treatment connected to making a report.

If you are subjected to detrimental treatment as a result of making a report under this policy, you should inform a Whistleblower Protection Officer.

B. Protection of your identity and confidentiality.

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Subject to compliance with legal requirements, upon receiving a report under this policy, ECMS will only share your identity as a whistleblower or information likely to reveal your identity if:

- i. you consent; and/or
- ii. the disclosure is required or authorised by law.

If ECMS needs to investigate a report, it may only do so to the extent that it can protect your identity.

C. Protection of files and records.

All files and records created from an investigation will be retained securely.

Unauthorised release of information to someone not involved in the investigation (other than senior managers or Board members who need to know to take appropriate action, or for corporate governance purposes) without your consent as a whistleblower will be in breach of this policy.

Whistleblowers are assured that a release of information in breach of this policy will be regarded as a serious matter and will be dealt with under ECMS' Disciplinary Policy.

The *Corporations Act 2001*, and *Taxation Administration Act 1953 (Cth)* give special protection to disclosures about breaches to the legislation provided certain conditions are met. Please refer to the applicable legislation if relevant.

Public Interest Disclosure

A Public Interest Disclosure is a disclosure to a member of the Commonwealth or a State or Territory Parliament or legislature, or a journalist of a whistleblowing disclosure previously disclosed.

If you have made a disclosure under this policy that qualifies for protection under applicable laws, and

- A. 90 days has passed since you made the disclosure to ASIC, APRA or another Commonwealth body prescribed by legislation;
- B. you have reasonable grounds to believe that action is not being or has not been taken to address the matter;
- C. you have reasonable grounds to believe that further disclosure would be in the public interest;

you may make a Public Interest Disclosure.

Prior to making a Public Interest Disclosure you must notify ECMS in writing providing details of the previous disclosure and stating that you intend on making a Public Interest Disclosure.

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Emergency Disclosures

- A. A whistleblower may make an emergency disclosure to a journalist or a member of parliament. These conditions include:
- i. the disclosure concerns information that the whistleblower has reasonable grounds to believe concerns a matter of substantial and imminent danger to the health and safety of a person or to the environment;
 - ii. the discloser has already made a disclosure to ASIC, APRA or another Commonwealth body prescribed by legislation; and
 - iii. the discloser has given ECMS written notice of his or her intention to make an emergency disclosure.
- B. That the information concerns a substantial and imminent danger to the health or safety of one or more persons or the natural environment.

Anonymous Disclosures

Anonymous disclosures can be made by submitting information via email to ECMS' Internal and Board-appointed Whistleblower Protection Officers (Appendix A).

Administration

The Whistleblower Policy will be made available to all ECMS employees as part of the ECMS Orientation program and available to external parties via the ECMS website.

Training will be provided across the organisation and, in particular, to the nominated positions delegated to receive disclosures.

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Appendix A

Internal Whistleblower Protection Officers

- Donna Geraeds – Director, Risk and Compliance, Mob: 0460 318 482, Email: dgeraeds@ecms.org.au
- Stu Braganza-Travis – Director, People and Strategy, Mob: 0410 950 007, Email: sbraganza-travis@ecms.org.au

Board-appointed Whistleblower Protection Officers

- Vanda Fortunato – Board Chair,
- Mob: 0448 819 227

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