

# Whistleblower Policy



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|---------------------------|-----------------------------------------------|------------------------|------------------|
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| Executive Policy Sponsor: | Head, People & Culture                        | Date Approved:         | 8/08/2024        |
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## 1. Overview and Purpose

- 1.1. This document sets out the Whistleblower Policy (**Policy**) developed by Murdoch Children's Research Institute (ABN 21 006 566 972) (referred to as **MCRI**) and Victorian Clinical Genetics Services (ABN 51 007 032 760) (referred to as **VCGS**), collectively referred to as the **Institute**.
- 1.2. The Institute encourages the highest standards of conduct and ethical behaviour, research integrity and good corporate governance. It aims to operate:
  - 1.2.1. legally and in accordance with applicable legislation and regulations;
  - 1.2.2. properly, in accordance with organisational policy and procedures; and
  - 1.2.3. ethically, in accordance with recognised ethical principles.

Including by:

- 1.2.4. supporting Whistleblowers (defined at clause 4.1) to make good faith reports of Reportable Conduct (defined at clause 6) involving the Institute's activities, including its scientific research;
- 1.2.5. ensuring that any Whistleblower who makes a good faith report to assist in maintaining the legal, proper and ethical operations of the Institute, can do so:
  - (a) anonymously if they wish;
  - (b) without fear of intimidation, disadvantage or reprisal; and
  - (c) without being penalised in any way.

## 2. Scope of application

- 2.1. This Policy applies to all officers and employees of the Institute including honoraries and students, as well as to all suppliers, employees of suppliers, or associates of the Institute (including any relatives of the foregoing individual's) to the extent that it summarises rights and obligations that also apply to them under the Corporations Act 2001 (Cth) ("**Corporations Act**") or Corporations Regulations 2001 (Cth) ("**Corporations Regulations**"), and requires them to assist the Institute in the discharge of its obligations under the Corporations Act and Corporations Regulations.
- 2.2. Separate whistleblowing protections may apply under the Taxation Administration Act 1953 (Cth) in relation to disclosures concerning Reportable Conduct in relation to the tax affairs of the Institute. These are not covered in this Policy. Please refer to the relevant legislation for more detail.
- 2.3. This Policy is not exhaustive. It does not purport to set out all relevant obligations. In addition, this Policy does not form part of any contract of employment, nor does it form part of any contract of service. This Policy is not to be taken as making any representation or promise on which staff can or should rely.

# Whistleblower Policy

## 3. Principles

- 3.1. This Policy summarises the protections offered to Whistleblowers including key provisions under Part 9.4AAA of the Corporations Act. It also sets out the Institute's internal processes for making and handling Reportable Conduct.
- 3.2. The aims of the Policy are to:
  - 3.2.1. foster the highest standards of ethical behaviour and integrity;
  - 3.2.2. define who can make a protected disclosure (Whistleblowers);
  - 3.2.3. define matters about which a protected disclosure can be made (Reportable Conduct);
  - 3.2.4. identify who can receive a protected disclosure (Eligible Recipients);
  - 3.2.5. encourage the bona fide reporting of matters that may cause harm to individuals, or financial or non-financial loss to the Institute, or damage to the Institute's reputation;
  - 3.2.6. establish a process for the Institute to deal with reports from Whistleblowers to ensure that bona fide disclosures are dealt with appropriately;
  - 3.2.7. ensure the Institute protects the identity (including the disclosure of information that could lead to the identity) of a Whistleblower;
  - 3.2.8. provide for the secure storage of the information provided by Whistleblowers under the Institute's processes; and
  - 3.2.9. protect bona fide Whistleblowers against detrimental conduct.

## 4. Whistleblowers and protections

### *What is a Whistleblower?*

- 4.1. A **Whistleblower** is a person who wishes to make, attempts to make, or makes a report of Reportable Conduct in accordance with this Policy; and
- 4.2. is, or has been, an associate of the Institute, including an Institute Board Member, Director, officer, employee, student, contractor, supplier, tenderer or other person, paid or unpaid, who has business dealing with the Institute; or
- 4.3. is a relative or dependent of a person listed in 4.2.

## 5. What protections are afforded to Whistleblowers?

### *Protection of a Whistleblower's identity*

- 5.1. A Whistleblower is not required to disclose their identity to receive Whistleblower protections under this Policy but must make a report of Reportable Conduct in accordance with this Policy.

## Whistleblower Policy

- 5.2. Subject to certain legal requirements, the identity of a Whistleblower, including information that is likely to lead to identification of the Whistleblower, should not occur without the consent of the Whistleblower.
- 5.3. Where anonymity has been requested, the Whistleblower is also required to maintain confidentiality regarding the issue on their own account and to refrain from discussing the matter with any unauthorised persons.

### *Protection against liability and detriment*

- 5.4. If a Whistleblower makes a report about Reportable Conduct in accordance with the Corporations Act:
  - 5.4.1. they will not be held liable (in a civil, criminal or administrative sense) for doing so;
  - 5.4.2. no contractual or other right or remedy may be exercised against them for doing so; and
  - 5.4.3. in some cases, the information may not be admissible as evidence against the Whistleblower in proceedings.
- 5.5. The Institute seeks to ensure that if a Whistleblower makes concerns about Reportable Conduct known, the Whistleblower will not suffer any Detriment on account of those actions, providing that those actions:
  - 5.5.1. are in good faith;
  - 5.5.2. are based on reasonable grounds;
  - 5.5.3. conform to the designated procedures outlines in this Policy; and
  - 5.5.4. meet all of the requirements for protection under the Corporations Act.
- 5.6. **Detriment** includes but is not limited to dismissal, demotion, harassment, discrimination, disciplinary action, bias, harassment, threats, damage to a person's property, damage to a person's reputation or other unfavourable treatment connected with making a report.

### *Protection against victimisation*

- 5.7. The Institute prohibits victimisation as a result of a person making a report of Reportable Conduct.
- 5.8. A person must not subject another person to Detriment because they believe or suspect that a report of Reportable Conduct was made, may have been made, is proposed to be made or could be made in accordance with this Policy.
- 5.9. A person must not threaten to cause Detriment to another person because a report of Reportable Conduct was made or may be made in accordance with this Policy.
- 5.10. Any officer or employee of the Institute who engages in this conduct will be subject to disciplinary action, up to and including termination from office or termination of employment, as the case may be.

## 6. What is Reportable Conduct?

- 6.1. Reportable Conduct includes but is not limited to:

## Whistleblower Policy

- 6.1.1. information that the Whistleblower reasonably suspects concerns:
- (a) misconduct including fraud, negligence, default, breach of trust and breach of duty in relation to the Institute or its related bodies corporate; or
  - (b) the improper state of affairs in relation to the Institute or its related bodies corporate;
  - (c) conduct which constitutes an offence against, or contravention of a provision of any of the following - the Corporations Act 2001 (Cth), the Australian Securities and Investments Commission Act 2001 (Cth), the Bank Act 1959, the Financial Sector (Collection of Data) Act 2001, the Insurance Act 1973, the Life Insurance Act 1995, the National Consumer Credit Protection Act 2009, the SIS Act or any instruments made under these Acts;
  - (d) conduct that constitutes an offence against a law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more;
  - (e) conduct that represents a danger to the public or financial system;
  - (f) conduct which is dishonest, fraudulent or corrupt, including financial fraud, money laundering or bribery;
  - (g) illegal activity including but not limited to theft, drug sale or use, violence or threatened violence or criminal damage to property; or
  - (h) financial irregularities.
- 6.1.2. Reportable Conduct does not include Personal Work-related Grievances.
- 6.1.3. Personal Work-related Grievances are grievances that:
- (a) are about any matter in relation to the discloser's employment, or former employment, which have or tend to have personal implications for the discloser; and
  - (b) do not have significant implications for the company or entity to which they relate, that are unrelated to the discloser.
- 6.1.4. Personal Work-related Grievances may include but are not limited to interpersonal conflicts between the discloser and another employee, or a decision relating to the engagement, transfer or promotion of the discloser.
- 6.1.5. With this said, a Personal Work-related Grievance may qualify for protection if a Personal Work-related Grievance includes misconduct, or information about misconduct includes or is accompanied by a Personal Work-related Grievance (mixed report).
- 6.1.6. If an individual reports conduct to MCRI that does not constitute or include any Reportable Conduct as defined by clause 6, the individual will not be protected in accordance with the key Whistleblower provisions under Part 9.4AAA of the Corporations Act. However, such reports relating to Personal Work-related Grievances may be made under the Institute's Grievance Policy and the Anti-Discrimination, Harassment & Bullying Policy instead.

## 7. Reporting

### *To whom can a Whistleblower report to be protected?*

- 7.1. If you become aware, in good faith and on reasonable grounds, of any issue or behaviour that amounts to Reportable Conduct and you wish to report your concerns, then you can report that concern to an Eligible Recipient.

## Whistleblower Policy

### 7.2. An Eligible Recipient is:

- 7.2.1. An officer or a senior manager of the Institute (The Director of MCRI, Deputy Director of MCRI; Chief Operating Officer of MCRI; General Counsel of MCRI; CEO of VCGS).
- 7.2.2. An auditor or member of an audit team conducting an audit of the Institute;
- 7.2.3. An actuary of the Institute;
- 7.2.4. An Institute Whistleblower Protection Officer (defined at 7.3) with authority to receive protected disclosures;
- 7.2.5. The Institute's external whistleblower service; or
- 7.2.6. The authorities responsible for the enforcement of the law in the relevant area.

7.3. A Whistleblower Protection Officer (**WPO**) must be a senior manager of the Institute, designated, authorised and trained by the Institute to receive Whistleblower disclosures (General Counsel of MCRI).

7.4. A Whistleblower may also disclose information about Reportable Conduct to a lawyer for the purpose of obtaining legal advice or legal representation in relation to the protections under [Part 9.4AAA of the Corporations Act](#). This type of disclosure will also be protected, even to the extent it includes information about a Personal Work-related Grievance.

### *Will the Institute protect me if I disclose Reportable Conduct to a Member of Parliament or a journalist?*

7.5. Protection will only apply under the Corporations Act to any Whistleblower who informs a Member of Parliament or journalist of concerns about Reportable Conduct if it is a Public Interest Disclosure or an Emergency Disclosure as defined in the Corporations Act.

7.6. A **Public Interest Disclosure** occurs when the Whistleblower has previously made a report of Reportable Conduct to an Eligible Recipient and:

- 7.6.1. At least 90 days have passed since the report was made; and
- 7.6.2. The Whistleblower does not have reasonable grounds to believe that action is being, or has been taken to address the report; and
- 7.6.3. The Whistleblower has reasonable grounds to believe that making a further report to an MP or a journalist would be in the public interest; and
- 7.6.4. After at least 90 days have passed since the previous report, the Whistleblower gave the Eligible Recipient to which the previous report was made written notification that:
  - (a) Includes sufficient information to identify the previously made report; and
  - (b) Clearly states that the Whistleblower intends to make a public interest disclosure; and
- 7.6.5. The Whistleblower then reports the information about the Reportable Conduct to a MP or journalist; and
- 7.6.6. The information disclosed is no greater than necessary to inform the MP or journalist of the misconduct or the otherwise improper state of affairs.

## Whistleblower Policy

7.7. An **Emergency Disclosure** occurs when the Whistleblower has previously made a report of Reportable Conduct to an Eligible Recipient and:

- 7.7.1. The Whistleblower has reasonable grounds to believe that the information in their report concerns substantial and imminent danger to the health or safety of one or more people or to the natural environment; and
- 7.7.2. The Whistleblower gave the Eligible Recipient to which the previous report was made written notification that:
  - (a) Includes sufficient information to identify the previously made report; and
  - (b) Clearly states that the Whistleblower intends to make an emergency interest disclosure; and
- 7.7.3. The Whistleblower then reports the information about the Reportable Conduct to a MP or journalist; and
- 7.7.4. The information the Whistleblower discloses to the MP or journalist is no greater than necessary to inform the MP or journalist of the Reportable Conduct.

*Will MCRI protect me if I disclose Reportable Conduct on social media or to someone other than an eligible person?*

7.8. No, to be protected under the Corporations Act, a Whistleblower must make any reports of Reportable Conduct to an Eligible Person in accordance with this Policy and the provisions of the Corporations Act.

*How should a report be made?*

7.9. Having an external service provider helps us to maintain a secure online reporting and phone service to protect Whistleblowers, which can be used anonymously by visiting:

<https://www.whistleblowing-service.com.au/mcri>

MCRI Client Reference Number: 2022mcri

Company Name: MCRI

Unique Key: MCRI

<https://www.whistleblowing-service.com.au/vcgs>

VCGS Client Reference Number: 8z0t8

Company Name: VCGS

Unique Key: VCGS

To make a phone report:

- Australia: please call: 1300 687 927. This is a 24 hour hotline.
- Overseas: +61 1300 687 927.

7.10. Where possible a report of Reportable Conduct should be in writing and should contain, as appropriate, details of:

- 7.10.1. the nature of the alleged Reportable Conduct;
- 7.10.2. the person or persons responsible for the Reportable Conduct;
- 7.10.3. the facts on which the Whistleblower's belief that a breach has occurred are based; and

## Whistleblower Policy

- 7.10.4. the nature and whereabouts of any further evidence that would substantiate the Whistleblower's allegations, if known.

### *What other information should a Whistleblower receive?*

- 7.11. Any Whistleblower who makes a report of Reportable Conduct in accordance with this Policy should be informed that:

- 7.11.1. the Institute will take all reasonable steps to ensure that the Whistleblower will not be disadvantaged for the act of making such a report;
- 7.11.2. the Whistleblower can remain anonymous and still receive protection; and
- 7.11.3. the Whistleblower will not necessarily be absolved from the consequences of their involvement in any misconduct complained of.

## 8. Investigation of Reportable Conduct

- 8.1. The Institute will assess each disclosure to determine whether the disclosure falls within this Policy and the provisions of the Corporations Act and will use its discretion as to whether a formal investigation is required.
- 8.2. If a Whistleblower makes a report to an Eligible Recipient who is not authorised and trained as a WPO, the Eligible Recipient will forward the report on to a WPO who will handle the report and any associated investigation process. An Eligible Recipient should not forward a report to a WPO to handle if that WPO is implicated in the report.
- 8.3. The Whistleblower must grant their consent to this action being performed if they wish for their report to be dealt with and investigated (unless the report is anonymous).
- 8.4. The WPO may only dismiss the Whistleblower's complaint, if on reasonable grounds, the WPO has a high degree of confidence there is no substance to the complaint.
- 8.5. Otherwise, the WPO will, with the Whistleblower's consent, on receiving a report of a breach:
  - 8.5.1. Notify:
    - (a) the Director;
    - (a) if the Director is implicated in the disclosure, notify the Chair of the Board; or
    - (b) if the Chair of the Board is implicated in the disclosure, then the WPO has the authority to move directly to the appointment of an investigator in accordance with clause 8.5.2.
  - 8.5.2. Where appropriate in the Institute's view, appoint an independent, external expert to investigate the reported breach (the "**Investigator**");
  - 8.5.3. Any Terms of Reference provided to the Investigator may include matters such as:
    - (a) all relevant questions to be considered by the Investigator;
    - (b) a requirement that confidentiality of all parties, including witnesses, is maintained;
    - (c) a requirement that procedural fairness be applied to all parties;
    - (d) a requirement that strict security is maintained during the investigative process;

## Whistleblower Policy

- (e) a requirement that information obtained is properly secured to prevent unauthorised access;
  - (f) a requirement that all relevant witnesses are interviewed and documents examined;
  - (g) a requirement that contemporaneous notes of all discussions, phone calls and interviews should be made; and
  - (h) a requirement that the Findings address some or all of the matter set out in clause 9.1 of this Policy;
- 8.6. Where anonymity has been requested, the Whistleblower is required to maintain confidentiality regarding the issue on their own account and to refrain from discussing the matter with any unauthorised persons.
- 8.7. Information concerning Reportable Conduct that has been reported in accordance with this Policy needs to be kept confidential and secure, and should not be disclosed to anyone unconnected to the investigation unless the Whistleblower has provided consent or the disclosure is required or permitted by law.
- 8.8. Prior to any actions being taken, an individual who is the subject of Reportable Conduct may, if and when appropriate based on principles of natural justice and procedural fairness, be advised about the subject matter of the disclosure at the Institute's discretion.

## 9. Investigation Findings

- 9.1. A report of findings may be prepared by the Investigator and provided to the Whistleblower Protections Officer when an investigation is complete. The Institute may require that the report include:
  - 9.1.1. a summary of the allegations;
  - 9.1.2. a statement of all relevant findings of fact and the evidence relied upon to reach conclusions on each allegation;
  - 9.1.3. the basis for each conclusion reached (including the damage caused, if any, and the impact on the organisation and other affected parties) and their basis;
  - 9.1.4. if necessary, recommendations based on those conclusions to address any wrongdoing identified and any other matters arising during the investigation.
- 9.2. The Investigator will provide any report to the WPO and to any other person who has been notified under paragraph 8.5.1, after which the Institute will then make a decision as to what should be done to address the findings and any recommendations. Please note that the Institute is not required to act on any recommendations made by the Investigator.
- 9.3. The individual who is the subject of Reportable Conduct may be advised as to the outcome of any investigation but will not be provided with a copy of the investigation report. Depending on the nature of the Reportable Conduct that is the subject of the report, the Institute will consider whether it is appropriate for the Whistleblower to be advised as to the outcome of any investigation, however they may be advised that an investigation has been concluded.

# Whistleblower Policy

## 10. What happens in the case of a breach of this Policy?

Any breach of this Policy may result in disciplinary action up to and including termination of employment.

## 11. Enquiries

11.1. For further information, support and contact details please refer to 7.9.

## 12. Related Legislation and Industry Codes

12.1. Corporations Act 2001 (Cth)

12.2. Corporations Regulations 2001 (Cth)

### Version History

| Version | Approved by            | Approval date | Effective date | Changes (if relevant) |
|---------|------------------------|---------------|----------------|-----------------------|
| 1       | Head, People & Culture | 1/01/2020     | 1/01/2020      |                       |
| 2       | Head, People & Culture | 7/08/2024     | 8/08/2024      |                       |
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