WHISTLE-BLOWER PROTECTION POLICY:

1. Purpose

The Whistle-blower Protection Policy is one of several Policies and Codes that promotes a culture of compliance, honesty, and ethical behavior within the Sydney North Health Network (SNHN).

An effective whistle-blower program can result in:

- More effective compliance with relevant laws
- More efficient fiscal management of the SNHN through, for example, improper tendering practices
- A healthier and safe workplace environment through the reporting and action of unsafe practices
- More efficient management
- Improve morale within the SNHN
- An enhanced perception and the reality that the SNHN is taking its governance obligations very seriously.

2. Policy Statement

SNHN is committed to encouraging staff to report any wrongdoing in good faith and in an environment, free from victimisation so that the Board and Senior Management can adequately manage risk and cultural issues within SNHN.

Further, SNHN has a commitment to applicable laws and practices including the AS 8004-2003 "Whistle-blower *protection for programs and services".*

All staff will be made aware of the existence of this Policy upon commencement with SNHN via the on-boarding program.

3. What is 'reportable conduct'?

Examples of "reportable conduct" include, but are not limited to the following:

(a) Dishonest or corrupt behaviour, including soliciting, accepting, or offering a bribe, facilitation payments or other such benefits;
(b) Fraudulent activity, money laundering or misappropriation of funds;
(c) financial irregularities
(d) Illegal (including theft, drug sale/use, violence or threatened violence and criminal damage against property);
(e) A breach of Commonwealth or State legislation or local authority By-laws (e.g. Trade Practices Act or Income Tax Assessment Act);
(f) Unethical including a breach of SNHN's Policies and Codes;
(g) Other serious misconduct;
(h) Conduct endangering health or safety;

(i) Improper behavior relating to accounting, internal accounting controls, actuarial, or audit matters;
(j) Gross mismanagement;
(k) Serious and substantial waste;
(l) Repeated instances of breach of administrative procedures; or
(m) engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure.

Disclosures that relate solely to personal work-related grievances, and that do not relate to detriment or threat of detriment to the whistle-blower, do not qualify for protection under the Corporations Act but may be protected under other legislation. For example:
(a) an interpersonal conflict between the whistle-blower and another employee;
(b) a decision that does not involve a breach of workplace laws;
(c) a decision about the engagement, transfer or promotion of the whistle-blower;
(d) a decision about the terms and conditions of engagement of the whistle-blower; or
(e) a decision to suspend or terminate the engagement of the whistle-blower, or otherwise to discipline the whistle-blower.

In such instances, employees are encouraged to refer to the *Internal Conflict Management and Resolution Policy and Procedure.*

4. Process

4.1. Reporting

Where a whistle-blower has reasonable grounds to suspect that information they disclose concerns reportable conduct (as described above) or an improper state of affairs or circumstances relating to SNHN, the whistle-blower may make a report in accordance with this section.

SNHN protects those who qualify for protection as a whistle-blower, including the protections under the Corporations Act. These protections are:

- identity protection (confidentiality – see 4.5 below);
- protection from detrimental acts or omissions (see 4.6 below);
- compensation and remedies (see 4.7 below); and
- civil, criminal and administrative liability protection (see 4.84.6 below).

4.2. Anonymous Reporting

A whistle-blower can choose to remain anonymous while making a disclosure, over the course of the investigation and after the investigation is finalised. A whistle-blower can refuse to answer questions that they feel could reveal their identity during follow-up conversations. It is suggested that those who wish to remain anonymous should maintain ongoing two-way communication with SNHN, so SNHN can ask follow-up questions or provide feedback.

In the alternative, a whistle-blower may choose to adopt a pseudonym for the purposes of their disclosure, and not use their true name.

4.3. Process

SNHN provides internal and external options (including anonymously) for a whistle-blower to disclose their concerns.

In the first instance, the whistle-blower is encouraged to discuss their concerns about 'reportable conduct' with the relevant General Manager or Chief Financial Officer (CFO) or if the 'reportable conduct' concerns the General Manager, the CFO or an SNHN Director, the matters may be reported to the Chief Executive Officer (CEO) instead. Where the CEO is thought to be implicated in such matters, the matter should be reported to the Chairperson of the SNHN Board.

The whistle-blower can follow up this discussion by submitting a written report to the relevant General Manager or CFO (or to the CEO or Board Chair in circumstances noted above) securely (using an external email) and outside of business hours.

If a whistle-blower prefers to report anonymously, they can submit a report anonymously using an anonymised email address or by mail to PO Box 1083, Chatswood 2057 and marking the outside of the envelope:

> "Strictly Confidential and for the attention of *[Name of General Manager/CFO/CEO/ Board Chair]* only"

Finally, if the whistle-blower is uncomfortable contacting a recipient within the organisation, they can contact: Cutcher & Neale on 02 4928 8500 (Contact Mr Nick Nancarrow).

Where it is revealed that a person purporting to be a whistle-blower has made a false report of 'reportable conduct', then that conduct itself should be considered as a serious matter and render the person concerned, subject to disciplinary proceedings as provided by the SNHN policies and procedures.

4.4. Unauthorised release of information received from a whistle-blower

Information coming into the possession of a person from a whistle-blower **must not** be released without authority to any person who is not involved in the investigation or resolution of the matter. Similarly, the identity or any information that may lead to the identification of a whistle-blower **must not** be released to any person who is not involved in the investigation or resolution of the matter. Breach of this process will be considered by the SNHN as a serious disciplinary matter and will be dealt with accordingly.

4.5. Confidentiality

Any whistle-blower that submits a report must treat the matter confidentially and in so doing, not discuss the matter with any employee other than in accordance with the following reporting guidelines.

SNHN has a legal obligation to protect the confidentiality of a whistle-blower's identity. SNHN will not disclose the identity or information that is likely to lead to the identification of the whistle-blower unless the disclosure is:

- to ASIC, APRA, or a member of the Australian Federal Police
- to a legal practitioner (for the purposes of obtaining legal advice or legal representation about the whistle-blower provisions in the Corporations Act);
- to a person or body prescribed by regulations; or
- with the consent of the whistle-blower.

SNHN can disclose the information contained in a disclosure with or without the whistle-blowers consent if:

(a) the information does not include the whistle-blower's identity;
(b) SNHN has taken all reasonable steps to reduce the risk that the whistle-blower will be identified from the information; and
(c) it is reasonably necessary for investigating the issues raised in the disclosure.

Examples of how SNHN endeavours to protect confidentiality of a whistle-blower include:

- by ensuring that all personal information or reference to the whistle-blower witnessing an event will be redacted;
- the whistle-blower will be referred to in a gender-neutral context; and
- where possible, the whistle-blower will be contacted to help identify certain aspects of their disclosure that could inadvertently identify them;
- all paper and electronic documents and other materials relating to disclosures will be stored securely;
- access to all information relating to a disclosure will be limited to those directly involved in managing and investigating the disclosure; and
- each person who is involved in handling and investigating a disclosure will be reminded about the confidentiality requirements, including that an unauthorised disclosure of a whistle-blower's identity may be a criminal offence.

It is noted that it is illegal for a person to identify a whistle-blower or disclose information that is likely to lead to the identification of the whistle-blower outside the exceptions noted above. A whistle-blower can lodge a complaint with SNHN about a breach of confidentiality or with a regulator, such as ASIC, APRA or the ATO, for investigation.

4.6. Protection from detrimental acts or omissions

SNHN management or Directors will not engage in conduct that causes detriment to a whistle-blower (or another person), in relation to a disclosure, if there is cause to believe or suspect that the whistle-blower made, may have made, proposes to make or could make a disclosure that qualifies for protection under this Policy; and the belief or suspicion is the reason, or part of the reason, for the conduct.

SNHN management and Directors are prohibited from making a threat to cause detriment to a Whistle-blower (or another person) in relation to a disclosure--whether express or implied, or conditional or unconditional.

Examples of detrimental conduct that are prohibited under the law, without deterring employees from making disclosures include:

(a) dismissal of an employee;
(b) injury of an employee in his or her employment;
(c) alteration of an employee's position or duties to his or her disadvantage;
(d) discrimination between an employee and other employees of the same employer;
(e) harassment or intimidation of a person;
(f) harm or injury to a person, including psychological harm;
(g) damage to a person's property;
(h) damage to a person's reputation;
(i) damage to a person's business or financial position; or
(j) any other damage to a person.

The following actions are not detrimental conduct:

(a) administrative action that is reasonable for the purpose of protecting a whistle-blower from detriment; and
(b) managing a whistle-blower's unsatisfactory work performance, if the action is in line with SNHN's's performance management framework.

At SNHN the following measures and mechanisms will be considered to assist to protect whistle-blower's from detrimental acts or omissions:

(a) assessing the risk of detriment against a whistle-blower which will commence as soon as possible after receiving a disclosure;
(b) support services (including an EAP service) available to whistle-blowers;
(c) actions for protecting a whistle-blower from risk of detriment—for example, the entity could allow the whistle-blower to perform their duties from another location, reassign the whistle-blower to another role at the same level, make other modifications to the way they perform their work duties, or reassign or relocate other staff involved in the disclosable matter;
(d) processes for ensuring that management are aware of their responsibilities to maintain the confidentiality of a disclosure, address the risks of isolation or harassment, manage conflicts, and ensure fairness when managing the performance of, or taking other management action relating to, a whistle-blower; an
(e) interventions for protecting a whistle-blower if detriment has already occurred—for example, the entity could investigate and address the detrimental conduct, such as by taking disciplinary action, or the entity could allow the whistle-blower to take extended leave, develop a career development plan for the whistle-blower that includes new training and career opportunities, or offer compensation or other remedies.

In addition, the policy should state that a whistle-blower may seek independent legal advice or contact regulatory bodies, such as ASIC, APRA or the ATO, if they believe they have suffered detriment.

4.7. Compensation and remedies

A whistle-blower (or any other employee or person) can seek compensation and other remedies through the courts if:
(a) they suffer loss, damage or injury because of a disclosure; and
(b) SNHN failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Whistle-blowers are encouraged to seek independent legal advice.

4.8 Civil, criminal and administrative liability protection

A whistle-blower is protected from any of the following in relation to their disclosure:
(a) civil liability (e.g. any legal action against the whistle-blower for breach of an employment contract, duty of confidentiality or another contractual obligation);
(b) criminal liability (e.g. attempted prosecution of the whistle-blower for unlawfully releasing information, or other use of the disclosure against the whistle-blower in a prosecution (other than for making a false disclosure)); and
(c) administrative liability (e.g. disciplinary action for making the disclosure). SNHN will promote a culture that encourages the reporting of 'reportable conduct' by implementing a policy granting administrative immunity where a person acting in 'good faith' and who has not him/herself engaged in serious misconduct may be provided with immunity from disciplinary proceedings.

It should be noted that these protections do not grant immunity for any misconduct a whistle-blower has engaged in that is revealed in their disclosure.

5. Investigation of reportable conduct

5.1. Investigating a disclosure

SNHN will need to assess each disclosure to determine whether:

(a) it qualifies for protection; and
(b) a formal, in-depth investigation is required.

Investigating reportable conduct will be conducted in a manner that is confidential, fair and objective. The investigation processes will vary depending on the nature of the wrongdoing and the amount of information provided. SNHN will make every effort for investigations to be carried out in a timely manner and completed within a 3-month timeframe.

SNHN acknowledge the limitations of the investigation process. SNHN may not be able to undertake an investigation if it is not able to contact the whistle-blower (e.g. if a disclosure is made anonymously and the whistle-blower has refused to provide, or has not provided, a means of contacting them).

SNHN may also investigate a disclosure by conducting a broad review on the subject matter or the work area disclosed. In addition, it could investigate an anonymous

disclosure, even if it cannot get in contact with the whistle-blower, if the whistle-blower has provided sufficient information to the entity and the entity removes information that is likely to lead to the identification of the whistle-blower.

If the investigation results in a finding of wrongdoing by the person about whom a report has been made, SNHN will treat the finding as a serious disciplinary matter and consider appropriate disciplinary action.

5.2. Keeping a whistle-blower informed

A whistle-blower will be provided with regular updates, if the whistle-blower can be contacted (including through anonymous channels). It is acknowledged that the frequency and timeframe may vary depending on the nature of the disclosure.

SNHN will endeavour to provide updates to a whistle-blower during the key stages, such as:

- when the investigation process has begun;
- while the investigation is in progress; and
- after the investigation has been finalised.

5.3. How the investigation findings will be documented, reported internally and communicated to the whistle-blower

SNHN will review the process if requested to do so by a whistle-blower but is not obliged to reopen an investigation and that it can conclude a review if it finds that the investigation was conducted properly, or new information is either not available or would not change the findings of the investigation. A whistle-blower may lodge a complaint with a regulator, such as ASIC, APRA or the ATO, if they are not satisfied with the outcome of the entity's investigation.

Measures such as the following ensure fair treatment of individuals mentioned in a disclosure (where applicable):

- disclosures will be handled confidentially, when it is practical and appropriate in the circumstances;
- each disclosure will be assessed and may be the subject of an investigation;
- the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported;
- when an investigation needs to be undertaken, the process will be objective, fair and independent;
- an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken—for example, if the disclosure will be the subject of an investigation; and
- an employee who is the subject of a disclosure may contact the entity's support services (e.g. counselling).

5.4. Ensuring accessibility of this Policy at SNHN and externally

Access to this Policy is made available to all employees and officers upon commencement of employment (employee induction) and can be accessed at any time electronically by all on the company's communication platform (S drive). In addition, as needed SNHN will hold staff briefing sessions or training on the policy.

To ensure whistle-blowers outside SNHN can access the entity's whistle-blower policy, the policy should be available on the SNHN external website

6. Definitions

Whistle-blower is a person who is (or has been) in a relationship, such as an employment relationship, with SNHN including a Director, former or current employee or contractor of the SNHN who, whether anonymously or not, makes, attempts to make, or wishes to make, a report in connection with 'reportable conduct' and where the whistle-blower wishes to avail themselves of protection against reprisal for having made the report. The whistle-blower may or may not wish to remain anonymous. It also includes anonymous whistle-blowers.

7. References

Australian Standard. AS 8004-2003. Whistle–blower Protection Programs for Entities. Corporate Governance Set. Council of Standards. Australia.

Part 9.4AAA of *Corporations Act 2001* (Cth)

Treasury Laws Amendment (Enhancing Whistleblower Protection) Act 2019 (Cth)

ASIC Regulatory Guide 270 Whistleblower Policies

8. Approvals & Review

Version	Date Approved	Owner (title)	Approver (title)	Review Date	Comments
01	December 2016	Lynelle Hales (CEO)		December 2018	*Initial creation*
02	27 May 2020	Lynelle Hales (CEO)	Board	May 2023	*Approved by FARM on 19 May 2020*
03	14 November 2021	Lynelle Hales (CEO)	Board	October 2024	*Reviewed by FARM on 16 November 2021*
04	26 February 2025	Kevin Barrow (CEO)	Board	February 2028	*Reviewed by the FARM on 18 February 2025*