TSC Alliance

Whistleblower Policy

*Approved 1/24/07, Updated 10/13/2017*

General

The TSC Alliance requires directors, officers, employees, agents and volunteers (“TSC Alliance Representatives”) to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All TSC Alliance Representatives must practice honesty and integrity in fulfilling their responsibilities, and in complying with all applicable laws and regulations and internal policies and procedures.

Reporting Responsibility

All TSC Alliance Representatives (particularly directors, officers and employees) are encouraged to report violations or suspected violations of applicable laws and regulations and internal policies and procedures (including this policy) (collectively or individually a “TSC Alliance concern”), in accordance with this Policy.

TSC Alliance Representatives must act in good faith and have reasonable grounds for believing that the TSC Alliance concern is legitimate. Any concern that is proved to have been made maliciously, or to have been known to be false when made, is considered a serious disciplinary offense.

**Reporting Procedure**

TSC Alliance Representatives may submit TSC Alliance concerns on a confidential or anonymous basis. Complainants must realize that, many times, it is more difficult to investigate matters that are raised anonymously since it is not possible to ask the complainant for additional information.

Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Often, the officer or employee who supervises the complaining TSC Alliance Representative (who may or may not him/herself be an officer or employee) is in the best position to address the concern being raised, and, for this reason, TSC Alliance Representatives are encouraged to raise concerns with their supervisor, at least initially. If, for any reason the TSC Alliance Representative is not comfortable doing so (or has done so but has not received reasonable satisfaction), s/he is free to speak with any TSC Alliance officer or director whom s/he is comfortable approaching.

TSC Alliance Officers and Directors shall investigate the concern’s merits and take remedial action if and as appropriate. Contact information for the Compensation Chair and Board Chair shall be posted with other required workplace information in the office kitchen. The results of the investigation should be shared with the TSC Alliance Representative who raised the concern, consistent with any applicable privacy rights of other individuals who may be involved in the matter.

**No retaliation**

No TSC Alliance Representative who in good faith reports a TSC Alliance concern shall suffer harassment, retaliation or (in the case of paid staff) adverse employment consequence. Any TSC Alliance Representative who harasses or retaliates against someone who has reported a TSC Alliance concern shall be subject to discipline up to and including (in the case of paid staff) termination of employment.

TSC Alliance Representatives (especially directors and paid staff of the TSC Alliance) are required to promptly report suspected violations of the prior paragraph to the Chairperson of the TSC Alliance Audit Committee. The Chairperson will acknowledge receipt of the reported violation or suspected violation to the complaining TSC Alliance Representative within five business days.

All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

The Chairperson, in his/her discretion, shall report the investigation’s findings and recommendations to the TSC Alliance Board Chair and the Chief Executive Officer.

In addition, the Chairperson of the Audit Committee, at least annually, shall submit a written report to the Board of Directors that sets forth that describes (by statistics and otherwise) the number and nature of reported violations of this no-retaliation policy, and the results of his/her investigations thereof.

Accounting and Auditing Matters

Notwithstanding any other provision of this policy, all complaints or reports of complaints by any TSC Alliance Representative regarding corporate accounting practices, internal controls or auditing shall be reported promptly to the Chairperson of the Audit Committee and the Chair of TSC Alliance’s Board of Directors. The Audit Committee shall address the matter promptly. On a quarterly basis, the Chairperson of the Audit Committee and the Chair of the Board of Directors shall report to TSC Alliance’s external auditors on any such complaints received (and investigations conducted) during the preceding quarter

TSC Alliance Whistleblower Policy (Approved 1/24/07, Updated 10/13/2017)

I have read the TSC Alliance Whistleblower policy adopted on 01/24/07 and updated on 10/13/2017 and have been provided an opportunity to ask questions.  I understand its meaning and agree to uphold its intent throughout my employment with the TSC Alliance.

# Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

# Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name Printed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Approved by TSC Alliance Board of Directors January 24, 2007 and updated on October 13, 2017