

P048 – WHISTLEBLOWER POLICY AND PROCEDURE

1.0 Policy Statement

Bedford College (**the College**) is committed to the protection of individuals who disclose information about illegal or improper conduct occurring within the College. This policy has been adopted to provide a safe and confidential environment where such concerns can be raised by whistleblowers without fear of reprisal or detrimental treatment. This policy sets out:

- (a) who is entitled to protection as a whistleblower under this policy;
- (b) the protections whistleblowers are entitled to under this policy; and
- (c) how disclosures made by whistleblowers in accordance with this policy will be handled by the College.

This policy applies to all Directors, employees and contractors of Bedford College. This policy is available to officers and employees in the “Policies and Procedures” section of our website www.bedford.edu.au.

2.0 Who Is Eligible For Whistleblower Protection Under This Policy?

2.1 Application of this policy

To be treated as a whistleblower under this policy, you must

- (a) be one of the individuals set out in section 2.2;
- (b) disclose information regarding the type of matters set out in section 2.3; and
- (c) disclose that information to one of the persons identified in section 2.5.

2.2 Who may make a disclosure?

Disclosures can be made by current or former:

- (a) officers, employees or volunteers of Bedford College;
- (b) contractors or suppliers of goods and services to the College, or their current and former employees, paid or unpaid; or
- (c) a spouse, relative or dependent of one of the people referred to above.

2.3 What types of matters can be disclosed?

A disclosable matter under this policy must involve information regarding improper conduct which you suspect on reasonable grounds has occurred or is occurring within Bedford College, including conduct by an officer or employee. Examples of disclosable matters include:



- (a) Illegal conduct at the College by an officer or employee, such as fraud, corruption, bribery, theft, violence, harassment or intimidation, criminal damage to property or other breaches of applicable laws;
- (b) Misconduct or improper state of affairs or circumstances in relation to the College, including in relation to:
 - Corporate governance;
 - Accounting or audit matters;
 - Tax affairs, or the tax affairs of an associate of the College;
 - Substantial mismanagement of College resources.
- (c) Conduct at the College that represents a danger to the public (including public health, safety or the environment);
- (d) Conduct at the College which amounts to an abuse of authority; or
- (e) Conduct which may cause financial loss to the College or damage to its reputation or be otherwise detrimental to the College's interests.

2.4 What disclosures do not qualify for protection?

Disclosures that are not about disclosable matters do not qualify for protection under the *Corporations Act*. A whistleblower can, however still qualify for protection even if their disclosure turns out to be incorrect.

Disclosures that relate solely to personal work-related grievances and that do not relate to detriment or threat of detriment to a whistleblower do not qualify for protection under the *Corporations Act*.

Personal work-related grievances are those that relate to the discloser's current or former employment and have, or tend to have, implications for the discloser personally, but do not:

- (a) have any other significant implications for the College; or
- (b) relate to any conduct, or alleged conduct, about a disclosable matter.

Examples of personal work-related grievances include:

- an interpersonal conflict between the discloser and another employee;
- a decision that does not involve a breach of workplace laws;
- a decision about the engagement, transfer or promotion of the discloser;
- a decision about the terms and conditions of engagement of the discloser; or
- a decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the whistleblower.

A personal work-related grievance may still qualify for protection if:

- (a) it includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance (**mixed report**);



- (b) the College has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the whistleblower's personal circumstances;
- (c) a whistleblower suffers from or is threatened with detriment for making a disclosure; or
- (d) a whistleblower seeks legal advice or legal representation about the operation of the whistleblower protections under the *Corporations Act*.

2.5 Making a Report

A whistleblower may use the following channels of communication to make a disclosure:

- (a) A disclosure can be made verbally or in writing to our Disclosure Coordinators who are as follow:
 - The Board Chair;
 - The Chief Executive Officer; or
 - The Chair, Governance Committee.
 - <http://bedford.stoplinereport.com/>

Please refer to Schedule 1 ad (Contact Details for details of the College Disclosure Coordinators);

- (b) Disclosure may be made to the internal or external auditor (including a member of an audit team conducting an audit) or actuary of the College or related body corporate.
- (c) Disclosure may be made externally to ASIC, APRA or a legal practitioner (for the purpose of obtaining legal advice or legal representation in relation to the operation of relevant whistleblower provisions);
- (d) Disclosure may also be made to a journalist or parliamentarian under particular circumstances of a "public interest disclosure" or an "emergency disclosure";

In the case of a 'public interest disclosure', at least 90 days must have passed since the previous disclosure and there are no reasonable grounds to believe that action is being, or has been taken, in relation to the disclosure and there are reasonable grounds to believe that making a further disclosure is in the public interest.

In the case of an 'emergency disclosure', an individual needs reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of persons or to the natural environment.

A report must be made through the one of the above channels in order to qualify for protections under the *Corporations Act*.

If a person is unsure about whether to make a disclosure, they may at any time discuss the matter in confidence with one of the Disclosure Coordinators in order to obtain additional information from them. In the event that a whistleblower does not formally make a disclosure, the College may nevertheless be compelled to act on the information if that information reasonably suggests reportable conduct has occurred or may occur.

3.0 Legal Protections

3.1 Confidentiality

A whistleblower can choose to remain anonymous when making a disclosure and still be protected under the *Corporations Act*.

Subject to exceptions below, the identity of a whistleblower (or information that is likely to lead to their identity becoming known) must be kept confidential unless the whistleblower has consented to the disclosure.

If a whistleblower chooses to remain anonymous, the College will take reasonable measures to protect the anonymity of the whistleblower including but not limited to:

- (a) allowing the whistleblower to adopt a pseudonym for the purpose of their disclosure;
- (b) maintaining records relating to a whistleblower in secure files; and
- (c) applying redactions to documents that reference a whistleblower.

Permitted exceptions

The identity of a whistleblower (or information that is likely to lead to their identity becoming known) may be disclosed without the whistleblower's consent if the disclosure is made to:

- (a) an in-house or external lawyer for the purpose of obtaining legal advice or legal representation in relation to the operation of the Australian whistleblower laws;
- (b) the Australian Federal Police;
- (c) the Australian Securities and Investments Commission;
- (d) the Australian Prudential Regulatory Authority; or
- (e) the Australian Commissioner of Taxation if the disclosure concerns the College's tax affairs or the tax affairs of an associate of the College.

It is illegal for a person to identify a whistleblower, or disclose information that is likely to lead to the identification of the whistleblower, outside the exceptions listed above. A whistleblower can lodge a complaint about a breach of confidentiality to a Disclosure Coordinator. A whistleblower may otherwise lodge a complaint with a regulator, such as ASIC, APRA or the ATO, for investigation.

No person at the College is otherwise permitted to disclose or produce to a court or tribunal any information or documents which discloses the identity of a whistleblower (or information likely to lead to their identity becoming known) without seeking the advice of the College legal counsel.



3.2 Protection from Victimisation

No person at the College may cause or threaten any detriment to any person for a reason which includes that they or any other person:

- (a) is or proposes to be a whistleblower, or
- (b) is suspected or believed to be, or could be a, whistleblower.

“Detriment” includes (but is not limited to):

- Dismissal;
- Injury of an employee in their employment;
- Alteration of an employee’s position or duties to their disadvantage;
- Discrimination, harassment or intimidation;
- Harm or injury including psychological harm;
- Damage to property, reputation or financial position; or
- Taking action against a whistleblower to enforce a right (for example, a breach of confidentiality) or subjecting them to liability or action simply because they have made a disclosure.

3.3 Civil, criminal and administrative liability protection

A whistleblower is protected from any of the following in relation to their disclosure:

- (a) civil liability;
- (b) criminal liability; and
- (c) administrative liability.

Protections for whistleblowers do not however include immunity for any misconduct a whistleblower has engaged in that is revealed in their disclosure.

4.0 Compensation

A whistleblower or any other employee or person can seek compensation and other remedies through the courts if they suffer loss, damage or injury because of a disclosure and the College failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

5.0 Support for Whistleblowers

On receipt of a disclosure, Disclosure Coordinators are responsible for safeguarding the interests of whistleblowers. They will take steps to assess the welfare of a whistleblower and any potential risks of detriment, arrange support where necessary, including provision of services such as counselling, respond to reports or concerns of misconduct and escalate reportable conduct to the relevant authorities as required.

6.0 Investigations Of Information Disclosed Under This Policy

When a disclosure is made which may fall under this policy, the following steps must be followed except where, in the opinion of the Disclosure Coordinator, it would be inappropriate or unreasonable in the circumstances to do so:

- (a) Any person listed in section 2.5(a) and (b) who receives the information must provide the information to a Disclosure Coordinator as soon as practicable, removing any information which identifies or may identify the whistleblower of the information (the potential whistleblower);
- (b) As soon as practicable, the Disclosure Coordinator responsible for the matter must determine whether the disclosure falls within the scope of this policy and, if so, appoint an investigator with no personal interest in the matter to conduct an investigation into the matters disclosed, if they determine it to be necessary or appropriate. Such a determination should be made as soon as practicable and ideally within 28 days. This timeframe may vary depending on the nature of the disclosure;
- (c) The investigator must conduct any investigation in an objective and fair manner, ensuring to provide any employee who has been adversely mentioned in the information provided by a whistleblower an opportunity to respond to the allegation made in respect of them prior to any adverse finding being made;
- (d) The College will take all reasonable steps to ensure the investigation is concluded within eight weeks; however, the timeframe may be greater depending on the nature of the conduct reported and any other relevant factors which may impact the investigation;
- (e) The outcome of the investigation must be reported to the Board or its delegated subcommittee, and may be reported to the whistleblower and any persons affected as the Disclosure Coordinator considers appropriate. The whistleblower, if they can be contacted will also be provided regular updates as to the status of the investigation;
- (f) Subject to the exceptions allowed under section 3.2 of this policy or otherwise by law, the identity of a whistleblower (or information that is likely to lead to their identity becoming known) must be kept confidential at all times during and after the investigation (including in any reporting to the Board or to any persons affected). All persons responsible for or involved in an investigation must take all reasonable steps to reduce the risk that a whistleblower will be identified;
- (g) A whistleblower may raise any concerns or complaints regarding this policy or their treatment with the Disclosure Coordinator.

7.0 Reporting To The Board Or Its Delegated Subcommittee

Subject to the confidentiality obligations in Section 3, the Company Secretary must provide the Board or its delegated subcommittee quarterly updates on all material whistleblower matters, including information on:

- (a) the status of any investigations underway; and
- (b) the outcomes of any investigations completed and actions taken as a result of those investigations.

8.0 How This Policy Interacts With Australian Whistleblower Laws

By making a disclosure in accordance with this policy, you may be afforded protection under Australian whistleblower laws.

While this policy principally deals with the internal disclosures of information, Australian whistleblower laws also protect some types of disclosure made to external parties (such as to legal representatives, the Australian Securities and Investments Commission, to the Australian Commissioner of Taxation, members of parliament or journalists). Any person who is a whistleblower under Australian whistleblower laws must be treated in accordance with, and is entitled to, protections afforded by, this policy.

For more information about these laws, see the information available on the ASIC website and the ATO website.

9.0 Policy Review

This policy must be reviewed by the Board at least every 2 years to ensure that it is operating effectively.

10.0 Consequences For Non-Compliance With Policy

Any breach of this policy by an officer, employee or contractor will be taken seriously by the College, and may be the subject of a separate investigation and/or disciplinary action.

A breach of this policy may also amount to a civil or criminal contravention under the Australian whistleblower laws, giving rise to significant penalties.

11.0 Definitions

Associate means any individual who is:

- An associate within the meaning of the *Corporations Act*;
- If the disclosure relates to our tax affairs, an associate within the meaning of section 318 of the *Income Tax Assessment Act 1936* (Cth)

Australian whistleblower laws means either or both of regimes contained in Part 9.4AAA of the *Corporations Act* and Part IVD of the *Taxation Administration Act 1953* (Cth)

Bedford means Bedford College

The College means Bedford College

Corporations Act means the Corporations Act 2001 (Cth)

Detriment has the meaning given in section 4 of this policy

Disclosure Coordinators means the person(s) identified in section 2.3 of this policy

Family member means a

- Spouse, parent, child, sibling or other relatives of an individual
- Dependent of the individual or their spouse

Officer has the same meaning as in the Corporations Act (which includes but is not limited to directors and company secretary)

Personal workplace grievances mean a grievance about any matter in relation to an individual's employment or former employment which has, or tends to have, implications only for the individual personally, and where the information does not:

- have significant implications to the College to which it relates, or any other entity, that does not relate to the individual
- concern whistleblower victimisation (see section 3.2 of this policy)
- concern the following types of misconduct or an improper state of affairs or circumstances:
- A criminal offence or contravention of the Corporations Act or Australian Securities and Investments Commission Act 2001 (Cth) suspected to have been committed by the College, or an officer or employee of the College
- A Commonwealth criminal offence punishable by more than 12 months imprisonment suspected to have been committed by the College, or an officer or employee of the College.

Relative has the same meaning as in the *Corporations Act*

Spouse means the married, de facto or registered partner of the individual

Tax affairs means affairs relating to any tax imposed by or under, or assessed or collected under, a law administered by the Australian Commissioner of Taxation.

Whistleblower means a person who is eligible for protection as a whistleblower under this policy or under the Australian whistleblower laws

REVISION HISTORY

Creation / Revision Date	Version	Comment	Created / Reviewed By
17/08/2021	2.0	Policy created by Board	Board & CEO
07/06/2022	2.1	Policy location on College website changed	CEO

SCHEDULE 1 CONTACT DETAILS

The contact details for the College's Disclosure as of August 2021 are:



To find out more or to lodge a Whistleblower Complaint visit:
<http://bedford.stoplinereport.com/>

Or send an email to: makeareport@stopline.com.au

Or email a person below where the Whistleblower complaint isn't directly related to:

Bedford College
Chief Executive Officer
2 Columbia Court
Norwest NSW 2153
Telephone 1300 174 174
Email: ceo@bedford.edu.au

Bedford College
Board Chair
2 Columbia Court
Norwest NSW 2153
Telephone 1300 174 174
Email: boardchair@bedford.edu.au

Bedford College
Governance Committee Chair
Bedford College
2 Columbia Court
Norwest NSW 2153
Telephone 1300 174 174
Email: governancechair@bedford.edu.au