

Protected Disclosure Policy

1 Statement of support to whistleblowers

Leo Cussen Centre for Law (**Leo Cussen**) is committed to creating and maintaining high standards of professionalism and a culture of ethical behaviour. Accordingly, Leo Cussen encourages directors, employees and contractors to report Improper Conduct, as defined, in accordance with this policy.

Leo Cussen is committed to ensuring any person who in good faith reports Improper Conduct is appropriately protected from any Detrimental Action (as those terms are defined in this policy), in accordance with this policy and to the extent permitted by law.

2 Purpose and application of this policy

This Policy applies to any Leo Cussen Person, as defined. The purpose of this policy is to:

- encourage the reporting of Improper Conduct;
- set out the processes in place for reporting and investigating Improper Conduct; and
- outline the measures in place to protect a Leo Cussen Person who reports Improper Conduct from Detrimental Action in reprisal for making the report.

Complaint processes provided for in other Leo Cussen policies for complaints about workplace conduct (including but not limited to Workplace Behaviour Policy) should be made, and will be handled, in accordance with those other policies.

Where a Leo Cussen Person has a general matter of concern, he/she is encouraged to discuss it at any time with his/her supervisor or manager.

3 Statutory protection

This policy reflects Part 9.4AAA of the *Corporations Act 2001* (Cth) (**Corporations Act**) which protects individuals who, in good faith and on reasonable grounds, make a disclosure of a breach or suspected breach of the Corporations Act, or other applicable or related legislation, from:

- (a) civil or criminal liability, or having a contractual right or remedy exercised or enforced against them; or
- (b) victimisation,

as a result of having made the disclosure. However, the individual will not be protected from civil or criminal liability for conduct of the individual that is revealed by the disclosure.

4 Definitions of key terms

Detrimental Action means, but is not limited to:

- action causing injury, loss or damage;
- intimidation or harassment; and
- discrimination, disadvantage or adverse treatment in relation to a person's employment, career, profession, trade or business, including the taking of disciplinary action.

Corrupt Conduct means dishonest activity, or a conspiracy or an attempt to engage in dishonest activity, in which any Leo Cussen Person, either directly or indirectly, contrary to the interests of Leo Cussen abuses his/her position of trust in order to achieve some personal gain or advantage for himself/herself or for another person or entity.

Fraudulent Conduct includes but is not limited to:

- (a) dishonest activity causing actual or potential financial loss to Leo Cussen or any person or entity associated with Leo Cussen including theft of moneys, other property or confidential information by any Leo Cussen Person or persons external to Leo Cussen and whether or not deception is used at the time of, immediately before or immediately following the activity;
- (b) deliberate falsification, concealment, or destruction of documentation, or use of falsified documentation, used or intended for use for a normal business purpose related to Leo Cussen;
- (c) improper use of information or documentation associated with Leo Cussen; or
- (d) improper use by a Leo Cussen Person of their position.

Improper Conduct means conduct by Leo Cussen, a Leo Cussen Person or a person or persons otherwise connected with Leo Cussen which, in the view of the Whistleblower acting in good faith, is:

- (a) Fraudulent Conduct;
- (b) Corrupt Conduct;
- (c) dishonest;
- (d) illegal (including theft, drug sale or use, violence or threatened violence and criminal damage to property);
- (e) misleading or deceptive;
- (f) is or may be in breach of the Corporations Act, the *Australian Securities and Investments Commission Act 2001* (Cth) or any other applicable legislation or local authority by-laws; or
- (g) any other conduct which may cause financial or non-financial loss to Leo Cussen or be otherwise detrimental to the interests of Leo Cussen.

Investigator means a person appointed under this policy to investigate a report received from a Whistleblower.

Leo Cussen Person means a director, executive, officer, manager, employee, contractor, or employee of a contractor, of Leo Cussen.

Welfare Manager means a Leo Cussen Person who has responsibility for looking after the general welfare of Whistleblowers in accordance with this policy and the law.

Whistleblower means a Leo Cussen Person who, whether anonymously or not, makes or attempts to make a report in connection with Improper Conduct and who wishes to avail themselves of protection against litigation or Detrimental Act for having made the report.

Whistleblower Co-ordinator means the Leo Cussen Person appointed to overseeing the management of any reports of Improper Conduct or Detrimental Action in accordance with this policy and applicable legislation.

5 The reporting process

5.1 Who can make a report of Improper Conduct or Detrimental Action?

Any Leo Cussen Person who believes on reasonable grounds that Leo Cussen or a Leo Cussen Person:

- (a) has engaged, is engaging, or proposes to engage in Improper Conduct; or
- (b) has taken, is taking or proposes to take Detrimental Action against a **Whistleblower** in reprisal for that person making a report of Improper Conduct,

may report that Improper Conduct or Detrimental Action.

5.2 To whom can a report be made?

A report may be made to either:

- (a) Leo Cussen itself, through its Whistleblower Co-ordinator; or
- (b) the Australian Securities and Investment Commission (**ASIC**).

Reports to Leo Cussen

Leo Cussen prefers that any concerns of Improper Conduct or Detrimental Action by Leo Cussen or a Leo Cussen Person be reported to Leo Cussen in the first instance, by way of a report to the Whistleblower Co-ordinator.

To the extent possible or as otherwise permitted by law, any report will be treated in a private and confidential manner and, if desired by the Whistleblower, anonymously. However, anonymous reports may be difficult to follow up and respond to, and do not qualify for protections under the whistleblower protection provisions of the Corporations Act.

Any investigation of a report of Improper Conduct or Detrimental Action will be conducted in a procedurally fair manner and in a timeframe reasonable in the circumstances. The Whistleblower Co-ordinator will decide what follow up action is required and by whom the action is to be taken. Where required, the Whistleblower Co-ordinator will appoint an appropriate Investigator to undertake an investigation into the alleged Improper Conduct or Detrimental Action, the results of which will be provided to the Whistleblower Co-ordinator and Leo Cussen Board (or their nominees). During an investigation, any further information should be provided to the Investigator.

No action will be taken by Leo Cussen against the Whistleblower as a result of the report, unless the report is proved to be malicious or otherwise not made in good faith, or as otherwise required by law.

Further information about how to make a report of Improper Conduct or Detrimental Action can be obtained from the Whistleblower Co-ordinator.

Reports to ASIC

As an alternative to making a report to Leo Cussen, reports of Improper Conduct or Detrimental Action by Leo Cussen or any Leo Cussen Person may be made to ASIC. To the extent possible or as otherwise permitted by law, any report will be treated confidentially and, if desired by the Whistleblower, anonymously. However, anonymous reports do not qualify for protections under the whistleblower protection provisions of the Corporations Act.

To make a report to ASIC, an online form should be submitted via <https://www.edge.asic.gov.au/008/complaintV007?get/complaintDetails/t=50b9446224fadcf2b66a5cd2e13555864fa254d>.

Once a report is made, a Whistleblower Liaison Officer within ASIC is likely to make contact with the Whistleblower.

Further information about ASIC's role and resources with respect to reports made to ASIC can be found at: <http://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/guidance-for-whistleblowers/>

5.3 Roles and responsibilities

(a) Employees

Employees are encouraged to report known or suspected incidences of Improper Conduct or Detrimental Action in accordance with this policy.

All employees of Leo Cussen Institute have an important role to play in supporting those who have made a legitimate disclosure. They must refrain from any activity that is, or could be perceived to be, victimisation or harassment of a person who makes a disclosure. Furthermore, they should protect and maintain the confidentiality of a person they know or suspect to have made a disclosure.

(b) Whistleblower Co-ordinator

The role of the Whistleblower Co-ordinator is:

- (a) to oversee the management of any reports of Improper Conduct or Detrimental Action; and
- (b) the appointment of an Investigator and Welfare Manager (where necessary) appropriate to the circumstances of each specific report of Improper Conduct or Detrimental Action.

For the purpose of this policy, and unless otherwise varied by the Management Team at Leo Cussen, the Whistleblower Co-ordinator is the **HR Manager (Gill Kelly)** who can be contacted at:

Level 4, 360 Little Bourke Street
Melbourne
Phone: 9602 3111 or by email at hrmanager@leocussen.edu.au

Duties of the Whistleblower Co-ordinator include to:

- make arrangements for a disclosure to be made privately and discreetly and, if necessary, away from the workplace;
- receive any disclosure made orally or in writing;
- commit to writing any disclosure made orally;
- take all necessary steps to ensure the identity of the Whistleblower and the identity of the person who is the subject of the disclosure are kept confidential;
- impartially assess each disclosure to determine whether it is a protected disclosure;
- appoint an investigator to carry out an investigation;
- oversee and coordinate an investigation where an investigator has been appointed;
- where necessary, appoint a Welfare Manager to support the Whistleblower; and
- be a contact point for general advice about protected disclosures.

(c) Investigator

The role of the Investigator is to investigate the substance of the complaint to determine whether there is evidence in support of the matters raised. An investigator may be a Leo Cussen Person or an external person engaged for that purpose.

(d) **Welfare Manager**

The role of the Welfare Manager is to look after the general welfare of the Whistleblower. A Welfare Manager will only be appointed where considered necessary by the Whistleblower Co-ordinator.

Where appointed, the Welfare Manager will:

- examine the immediate welfare and protection needs of a Whistleblower who has made a disclosure and seek to foster a supportive work environment;
- advise the Whistleblower of the legislative and administrative protections available to him or her;
- listen and respond to any concerns of harassment, intimidation or victimisation in reprisal for making a disclosure;
- keep a contemporaneous record of all aspects of the case management of the Whistleblower including all contact and follow-up action;
- endeavour to ensure the expectations of the Whistleblower are realistic.

The welfare manager may divulge details relating to the disclosed matter to the Whistleblower Co-ordinator, Investigator, directors and Leo Cussen Board (or their nominees).

5.4 What should be reported under this policy?

A Whistleblower should include as much information as possible about the Improper Conduct or Detrimental Action, including but not limited to:

- (a) name(s) of people involved;
- (b) name(s) of any witnesses;
- (c) date, time and location of the Improper Conduct or Detrimental Action; and
- (d) any other details of the Improper Conduct or Detrimental Action, including information about financial or non-financial loss and whether it has occurred on other occasions.

6 Whistleblower protection

Leo Cussen Persons must use their best endeavours to protect the identity of the Whistleblower and must not take Detrimental Action against a Whistleblower in reprisal for the Whistleblower making a report of Improper Conduct or Detrimental Action. A Leo Cussen Person would be considered to have taken Detrimental Action against a Whistleblower if they:

- (a) take or threaten to take Detrimental Action against the Whistleblower; or
- (b) incite or permit a person to take or threaten to take Detrimental Action against the Whistleblower.

If a Leo Cussen Person is found to have breached this clause 6:

- (a) they will be subject to disciplinary action which may include the termination of their employment or engagement; and
- (b) they may be guilty of an offence that is subject to prosecution under legislation.

A Whistleblower who believes he/she, or his/her family, has been subjected to Detrimental Action as a result of being a Whistleblower should immediately notify the Welfare Manager.

A Whistleblower who has been involved in the Improper Conduct about which he/she has made a report may, at Leo Cussen's discretion, be provided with immunity from disciplinary action by Leo Cussen. However, Leo Cussen cannot provide immunity from civil penalties or criminal prosecution.

7 Feedback and communication with the Whistleblower

Where and to the extent possible, Leo Cussen will ensure the Whistleblower is kept informed of the outcomes of the investigation of his/her report subject to privacy and confidentiality considerations.

Whistleblowers must treat all such reports strictly confidentially and must not disclose the details of such reports to any person, including the Welfare Manager, unless otherwise permitted by law.

8 False reports

Any report of Improper Conduct must be made on the basis that, to the best of the Whistleblower's ability, it is accurate, complete and without bias (or otherwise with any potential perception of bias disclosed).

A Leo Cussen Person must not knowingly:

- (a) make a false report of Improper Conduct by Leo Cussen or a Leo Cussen Person; or
- (b) make a false report that Leo Cussen or a Leo Cussen Person has taken Detrimental Action against a Leo Cussen Person; or
- (c) provide false information intending that it be acted on.

If a Leo Cussen Person is found to have breached this clause 8, they may be subjected to disciplinary action which may include the termination of their employment or engagement.

9 Document retention and confidentiality

Leo Cussen handles information, reports, documents and other materials in relation to a report of, or investigation into, Improper Conduct or Detrimental Action confidentially and ensures they are stored securely.

10 Policy review

This policy will be reviewed regularly and may be amended from time to time.

For the avoidance of doubt, this policy does not form part of any employment contract and does not impose legally binding obligations on Leo Cussen.