

WHISTLEBLOWER POLICY

CRANAplus POLICY



1 POLICY STATEMENT

CRANAplus is committed to maintaining a high level of legal, ethical and moral behaviour in governance and operational standards.

CRANAplus encourages individuals to disclose suspected misconduct, without fear of detriment, where concerns about serious instances of misconduct are supported by reasonable grounds.

CRANAplus is required to observe (and this policy complies with) the requirements of any applicable legislation regarding the protection of whistleblowers, including those of the *Corporations Act 2001* (Cth) and the *Taxation Administration Act 1953* (Cth).

2 PURPOSE

The purpose of this policy is to facilitate an environment in which the reporting of any instances of suspected misconduct, or of an improper state of affairs or circumstances in relation to CRANAplus or its operations, is encouraged without fear of detriment.

In addition to ensuring CRANAplus meets its legal and regulatory obligations, this policy intends to help deter wrongdoing, encourage more disclosures of wrongdoing, and ensure both disclosures, and individuals who disclose, are dealt with appropriately and fairly.

The policy furthers this purpose by outlining:

the types of disclosures which qualify for protection;

- to whom disclosures should be made;
- how eligible whistleblowers will be supported and protected;
- how the company will ensure fair treatment of employees mentioned in the disclosures; and
- how disclosures of misconduct will be investigated.

3 SCOPE

This policy applies to:

- any CRANAplus employee whether permanent, fixed term temporary, full-time, part-time or casual
- any volunteer, student, contractor, consultant or anyone who works in any other capacity for CRANAplus.

4 POLICY

4.1 Protected Disclosures

4.1.1 What is a protected disclosure?

- A *protected disclosure* is when an *eligible whistleblower* makes a disclosure of information relating to a *disclosable matter* directly to an *eligible recipient*.
- A person who makes a *protected disclosure* will be subject to the protections under the *Corporations Act 2001* (Cth) and as outlined in this policy.
- It is important to understand, not all disclosures will constitute a *protected disclosure*. Before making a disclosure, an individual should consider whether they wish to seek independent legal advice to assist them to determine whether it will be a protected disclosure (and therefore provide them with the whistleblower protections under this policy and the law).
- Persons wishing to make a disclosure can obtain additional information about the process and protections relating to whistleblowing before making a disclosure by contacting either the Whistleblower Protection Officer or the external third party reporting service Stopline.

Where a protected disclosure is made, the protections under the *Corporations Act 2001* (Cth) only apply to the eligible whistleblower (and not to other individuals who may be affected by or referred to within the protected disclosure).

4.1.2 Who is an eligible whistleblower?

This policy only applies to disclosures made by individuals who are, or have been:

- officers, employees and contractors of CRANApplus;
- an individual who supplies services or goods to CRANApplus (whether paid or unpaid);
- an employee of a person or entity who supplies services or goods to CRANApplus (whether paid or unpaid);
- an individual who is an associate¹ of CRANApplus; and
- a relative or dependant of any of the persons listed above.

When making a protected disclosure, each of these is a whistleblower.

4.1.3 What is a disclosable matter?

A disclosure of information concerns a disclosable matter where a person has objectively reasonable grounds to suspect that the information indicates:

- a) misconduct or an improper state of affairs in relation to CRANApplus or any of its related bodies corporate; or
- b) conduct by an officer or employee of CRANApplus or any of its related bodies corporate which constitutes an offence against:
 - the *Corporations Act 2001*;
 - the *ASIC Act 2001*;
 - the *Insurance Act 1973*;
 - the *Life Insurance Act 1995*;

¹"Associate" means a director or secretary of CRANApplus or a person acting in concert with someone who is themselves an "associate" of CRANApplus.

- any instrument made under an Act referred to above;
- c) conduct by an officer or employee of CRANAplus which constitutes an offence of any law of the Commonwealth (punishable by imprisonment of 12 months or more); or
- d) conduct by an officer or employee of CRANAplus which represents a danger to the public or the financial system.
- e) Examples of this kind, relevant to CRANAplus internal administration, could include disclosures about:
 - fraudulent activity including money laundering or misappropriation of funds;
 - serious, unlawful or corrupt use of CRANAplus funds or other resources;
 - improper accounting or financial reporting practices;
 - offering or accepting a bribe;
 - engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have, or to be planning to make, a protected disclosure; and
 - systemic practices that pose a serious risk to the health and safety of a person on CRANAplus premises.

A disclosure of information that is not a disclosable matter will not qualify for protection under this policy or the *Corporations Act 2001* (Cth).

A disclosure of information is therefore only a disclosable matter if:

- a) it relates to misconduct, or an improper state of affairs or circumstances, in relation to CRANAplus; or
- b) it relates to conduct by an officer or employee of CRANAplus that breaches the above legislation or constitutes an abovementioned offence (and not such breaches if they relate to any other individual).

4.1.4 What is not a disclosable matter?

This policy is intended for disclosures of information that have significant implications for CRANAplus, rather than for personal matters.

This policy does not, therefore, apply to objectively trivial or vexatious matters. Nor is this policy intended to replace or be used instead of other policies and reporting procedures of CRANAplus, such as those relating to dispute resolution, personal work-related grievances (including matters relating to the discloser's employment or having implications for the discloser personally), equal opportunity, discrimination, harassment or bullying.

Refer to s1317AADA(2) *Corporations Act 2001* for further examples of personal work-related grievances, and also to CRANAplus relevant policies, where applicable.

Personal or work grievances

Personal work-related grievances are those about any matter in relation to the discloser's employment, or former employment, having implications for the discloser personally but not having significant implications for CRANAplus and not relating to any conduct or alleged conduct about a *disclosable matter*.

Such grievances will generally not be *disclosable matters* and will therefore generally not qualify for protection under this policy or the *Corporations Act 2001*. Examples of personal work-related grievances include interpersonal conflicts between the discloser and another employee, decisions about the terms of employment, transfer, promotion, suspension or termination of the discloser, or a decision to suspend or terminate the engagement of, or otherwise discipline, the discloser.

Personal work-related grievances may qualify for protection in certain circumstances, such as:

- a) where the disclosure also includes information that is a *disclosable matter* (i.e. a mixed report);
- b) where the disclosure reasonably indicates a breach of employment or other Commonwealth laws punishable by imprisonment for a period of 12 months or more;
- c) where a discloser seeks legal advice or representation about the operation of the whistleblower protections under the *Corporations Act 2001* - that communication with lawyers is protected; or
- d) where the discloser suffers from or is threatened with detriment for making a disclosure, whether or not the disclosure is actually a *protected disclosure* - the discloser is entitled to protection against detriment.

Accordingly, a disclosure or part of a disclosure which is not or is determined by CRANaplus not to be, a *disclosable matter* may not be protected by the *Corporations Act 2001* or the terms of this policy.

For personal work-related grievances that are not *disclosable matters*, an employee should refer to the process outlined in the CRANaplus Complaints Policy which is available from the People and Culture Team.

4.2 False reporting

This policy applies to disclosures where the discloser has objectively reasonable grounds to suspect wrongdoing, or of an improper state of affairs or circumstances in relation to CRANaplus or its operations. A disclosure may still qualify for protection even if it turns out to be inaccurate. However, where it is shown that a person purporting to be a whistleblower has knowingly or recklessly made a false report of wrongdoing, then that conduct itself will be considered a serious matter and that person may be subject to disciplinary action, up to and including dismissal in serious cases.

4.3 Eligible recipients of disclosures

4.3.1 Who is an eligible recipient of a disclosure?

In order to qualify for protection, the disclosure must be made directly to an eligible recipient. CRANaplus offers several reporting options for making a disclosure internally as well as externally. Protections apply to internal as well as external disclosures. The role of eligible recipients is to receive disclosures that qualify for protection.

4.3.1.1 Whistleblowers are encouraged firstly to make a disclosure to an officer or executive of CRANApplus. The eligible recipients who have been principally nominated by CRANApplus to receive such reports are:

- a) Company Secretary on 0419 596 154 or fiona.justin@crana.org.au ; or
- b) Chief Executive Officer at ceo@crana.org.au

However, a disclosure made to any other officer or executive of CRANApplus is also protected.

4.3.1.2 Alternatively, a disclosure may be made through the independent third party reporting service Stopline, which the board of CRANApplus has approved for this purpose, as follows:

- Stopline <https://crana.stoplinereport.com/> Phone: 1300304550

The recipient will, subject to compliance with confidentiality requirements, provide details of the disclosure to the Whistleblower Officer within the CRANApplus. A report may be submitted anonymously if an individual does not wish to disclose their identity

4.3.1.3 Whistleblowers may also make a disclosure to internal or external auditors (including any member of the audit team) of CRANApplus.

4.3.1.4 Where necessary, disclosures may also be made to ASIC, APRA, the Commissioner of Taxation or another Commonwealth body prescribed by regulation (the Regulator) by following the process prescribed on the Regulator's website. Disclosures made to the Regulator will be protected disclosures.

4.3.1.5 Any disclosure of information, including information that does not relate to a disclosable matter, made to a lawyer for the purpose of obtaining legal advice or legal representation in relation to the discloser's rights at law will also be a protected disclosure.

4.3.1.6 In certain circumstances, 90 days after an individual has made a disclosure in accordance with this policy to the Regulator, the discloser may give limited disclosure of the matter to a member of Parliament or a journalist, provided that:

- a) the discloser has reasonable grounds to believe that:
 - no action is being, or has been, taken to address the matters they raised in their report;
 - the making of a further disclosure would be in the public interest; and
- b) before making the further disclosure, the discloser gives written notice to the same Regulator, identifying the previous disclosure and stating they intend to make a public interest disclosure.

Such a step is a serious matter and, to ensure the discloser is protected by law, the discloser should take independent legal advice or consult with the CRANApplus Whistleblower Officer (Company Secretary) before taking any such step.

² An "officer" or executive includes the director of CRANApplus a person who makes or participates in the making of decisions that affect the whole, or a substantial part, of the business of CRANApplus and a person who has the capacity to significantly affect CRANApplus's financial standing.

4.3.1.7 In certain circumstances an individual may give limited disclosure of the matter to a member of Parliament or a journalist, provided the discloser has:

- made a disclosure to the Regulator in accordance with this policy;
- reasonable grounds to believe that the information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment; and
- given notice to the same Regulator identifying the discloser's previous disclosure and stating their intention to make an emergency disclosure.

The information disclosed in an emergency disclosure must be no greater than is necessary to inform the journalist or member of Parliament of the substantial and imminent danger. Such a step is a serious matter and, to ensure the disclosure is protected by law, the discloser should take independent legal advice or consult with the CRANaplus Whistleblower Officer before taking any such step.

4.4 Anonymous disclosures

A disclosure can be made anonymously to any of the *eligible recipients* listed in this policy and still be protected by this policy and the *Corporations Act 2001*. However, this may make it difficult to investigate the disclosed matter. CRANaplus encourages disclosers to provide their full names. If a discloser wishes to disclose anonymously, the discloser should provide sufficient information to allow the matter to be properly investigated. CRANaplus encourages the discloser to provide an anonymous email address or other adopted method as a confidential communication channel through which questions can be asked and information provided, which may also be done prior to a disclosure being made.

If a disclosure is made from an email address from which the discloser's identity cannot be determined, and the discloser does not identify themselves in the email, CRANaplus will treat it as an anonymous disclosure.

4.5 Protection of whistleblowers

4.5.1 Identity protection (confidentiality)

To the extent consistent with our legal requirements, upon the making of a protected disclosure under this policy, CRANaplus will not disclose any information that would suggest or reveal the identity of the whistleblower, without first obtaining their consent.

A whistleblower's identity may be disclosed without consent to ASIC, APRA, a member of the Australian Federal Police or to a lawyer for the purpose of obtaining legal advice or representation in connection with the operation of the whistleblower laws.

Subject to above, without the whistleblower's consent, it is illegal for a person to identify or disclose information that is likely to lead to the identification of the discloser. In circumstances where consent to disclose the whistleblower's identity has not been provided, CRANaplus may disclose information that is not the identity of the whistleblower and is reasonably necessary for the investigation, where all reasonable steps have been taken to reduce the risk, the whistleblower will be identified as a result of the disclosure.

4.5.2 Protection of records

CRANApplus will take reasonable precautions to securely store any records relating to a disclosure and only permit access to authorised persons who are directly involved in the managing of the disclosure and subsequent investigation.

Whistleblowers are assured that an unauthorised release of information in breach of this policy will be regarded as a serious matter.

4.5.3 No criminal or civil liability

The fact that a person has made a protected disclosure will not give rise to any civil, criminal or administrative liability (including disciplinary action) on the part of the discloser, and the fact of making the disclosure and its content is not admissible against the whistleblower in criminal or civil proceedings.

However, the whistleblower can still be pursued for having made a false disclosure and is not granted immunity in connection with the discloser's own conduct that is revealed by the matters highlighted in the disclosed information (i.e. the discloser's own conduct in the misconduct, improper affairs or other circumstances which are revealed by the protected disclosure).

A whistleblower may be eligible for reduced sanctions in response to their breach of applicable policies of CRANApplus where they have made a protected disclosure under this policy.

4.5.4 No breach of contract or enforcement of other rights

CRANApplus will not take (and the law prohibits any other person from taking) any action under a contract to which a whistleblower is a party (including to terminate a contract on the basis that the disclosure is a breach of contract) or seek to enforce any other right against a discloser, on the basis of the protected disclosure.

4.5.5 Protection from detriment

CRANApplus will endeavour to protect whistleblowers from any detriment arising directly from their disclosure or proposed disclosure, whether or not such a disclosure has actually been made. Conduct by any person giving rise to detriment or the threat of detriment to an actual or intended whistleblower may be a criminal or civil offence at law in certain circumstances and will be regarded as a serious matter.

In certain circumstances, 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
- CRANApplus failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Detrimental actions include, but are not limited to:

- dismissal of an employee;

- alteration of an employee's position or duties to his or her disadvantage;
- discrimination between an employee and other employees of CRANaplus;
- harassment or intimidation;
- physical or psychological harm;
- damage to a person's property;
- damage to a person's reputation; and
- any other damage to a person.

Actions that are not detrimental conduct include administrative action that is reasonable for the purpose of protecting a discloser from detriment, and managing a discloser's unsatisfactory work performance, if the action is in line with the CRANaplus performance management framework.

CRANaplus will provide education and training for eligible recipients, persons undertaking investigations of disclosures and other officers and employees to help them understand their obligation to protect whistleblowers from detriment.

An actual or intended whistleblower of CRANaplus who is subjected to detrimental treatment should inform an officer or member of the executive immediately. If the matter is not remedied, it should be disclosed in line with this policy where it will be dealt with as a separate matter.

Whistleblowers are encouraged to take independent legal advice in relation to compensation and other remedies available under the *Corporations Act 2001*.

5 PROCEDURE

5.1 Investigations of disclosures

5.1.1 What does an investigation look like?

All disclosures covered by this policy will be taken seriously and handled sensitively and fairly. CRANaplus will generally direct the matter to the Whistleblower Officer who will attempt to ensure all *protected disclosures* are investigated as soon as reasonably practicable. Where appropriate the discloser will be kept informed as to the progress of the investigation.

CRANaplus will investigate disclosures covered by this policy in an objective, fair and appropriate manner, which may necessitate different approaches depending on the circumstances of each disclosure. CRANaplus reserves the right to use both internal and external resources to investigate a disclosure or part of it.

5.1.1.1 Assessment

As a first step in the investigation process, CRANaplus will assess a disclosure to determine whether or not it falls within the scope of this policy. If it does, the following steps will normally apply to the investigation. If it does not, the matter will not be investigated, and the discloser will be advised of that fact. In the latter case, the discloser may be directed to another appropriate person or section within the organisation such as the discloser's direct supervisor or overall manager, the People and Culture team or the Chief Executive Officer.

For disclosures assessed to be within the scope of this policy, CRANAplus will advise the whistleblower of the support available to the whistleblower and emphasise to the whistleblower the importance of confidentiality.

CRANAplus will ask the whistleblower if the whistleblower consents to the disclosure of their identity for the purposes of the investigation. CRANAplus will explain to the whistleblower the steps CRANAplus has in place to take all reasonable steps to reduce the risk that the whistleblower will be identified as the result of the disclosure. If the whistleblower consents, CRANAplus will keep a written record of that consent. If the whistleblower does not consent, CRANAplus will also record that fact and advise the whistleblower CRANAplus will not disclose the identity of the whistleblower.

In circumstances where consent has not been provided, CRANAplus will advise the whistleblower that it may disclose information that is not the identity of the whistleblower where it is reasonably necessary for the investigation and where all reasonable steps have been taken to reduce the risk the whistleblower will be identified as a result of the disclosure. Reasonable steps CRANAplus may take include redacting personal information likely to lead to identification, storing records securely, and providing eligible recipients, persons undertaking investigations and others with appropriate regular education and training on their obligations. Whistleblowers who wish to remain anonymous can refuse to answer questions they feel could reveal their identity.

5.1.1.2 Investigation steps

As a general guide, and subject to the circumstances applying to the disclosure, the steps in the investigation process will normally include the following:

- a) interview the whistleblower to obtain relevant information;
- b) interview any alleged wrongdoer to obtain a response to the disclosure in so far as it relates to the alleged wrongdoer;
- c) interview any relevant witnesses regarding relevant matters arising from the disclosure;
- d) review any documents or other material relevant to the disclosure;
- e) if necessary, conduct further interview/s with the whistleblower to obtain further information or a response to material arising from the investigation; and
- f) if necessary, conduct further interview/s with any alleged wrongdoer regarding further material arising from the investigation.

Interviews need not be conducted face to face. All relevant material including interviews and documents obtained during the investigation is then considered and a report prepared.

The report will make findings of fact and determine whether a disclosure has been substantiated or not substantiated, in whole or part. The report may also include recommendations arising from any factual findings.

5.1.1.3 Timing

CRANAplus aims, where practicable, to finalise investigations of disclosures within 90 days of the date the disclosure is first made. Where finalisation is not practicable, however, CRANAplus will

take all reasonable steps to ensure significant progress is made in relation to a disclosure within 90 days of the date the disclosure is first made.

CRANaplus will take reasonable steps to keep the whistleblower informed (including through confidential communication channels used) of the progress of an investigation of their disclosure. The frequency of updates and timeframe will vary according to the nature of the disclosure, however updates will usually be made during the three key stages of the process: when the investigation has begun, when it is in progress and after it has been finalised.

A non-binding example diagram of the process that may be used when responding to a *protected disclosure*, is contained in the schedule to this policy.

5.1.1.4 Reporting of investigation findings

At the conclusion of the investigation, the findings may be reported to the Chief Executive Officer and/or the Board. Where appropriate, the whistleblower will be informed of the outcome of the investigation.

5.1.2 Fair treatment

CRANaplus will ensure fair treatment of employees mentioned or implicated in a protected disclosure within the meaning of this policy, or to whom such disclosure relates (the Relevant Employee) by applying the following principles.

5.1.2.1 Confidentiality

To the extent practicable, the identity of a Relevant Employee will be kept confidential during the investigation of a protected disclosure relating to that person.

5.1.2.2 Impartiality

An investigator appointed to investigate a protected disclosure will act impartially and without bias in conducting the investigation. An investigator must declare any material personal interest the investigator has in any matter relevant to the investigation for which the investigator has responsibility, immediately to CRANaplus. The investigator must then take no further part in the investigation unless directed otherwise (other than to provide relevant material or information by way of a handover to a new investigator or to take any necessary incidental action for that purpose).

5.1.3 Fair process

An investigation into a protected disclosure will follow a fair process including:

- a) informing a Relevant Employee of the substance of a protected disclosure, as far as it applies to the Relevant Employee;
- b) giving a Relevant Employee a reasonable opportunity to respond to any matter referred to above, before the investigation is finalised;
- c) informing a Relevant Employee of any adverse finding directly affecting the Relevant Employee arising out of the investigation; and

- d) giving a Relevant Employee a reasonable opportunity to respond to any such adverse finding before the report is finalised.

6 FORMS AND ATTACHMENTS

Nil


7 REFERENCES


- *Corporations Act 2001* (Cth)
- *Crimes Act 1958* (Vic)
- *Criminal Code Act 1995* (Cth)
- *Taxation Administration Act 1953* (Cth)
- *Whistleblower Protection Act* (Cth)
- *Income Tax Assessment Act 1997* (Cth)
- *Taxation Administration Act 1953* (Cth)

8 RESOURCES


Employees will have reasonable access to support made available by CRANApplus such as contact with a nominated person and access to the CRANApplus Employee Assistance Program (EAP) counselling service. CRANApplus will consider any request for other support for a relevant employee on a case-by-case basis.


Stopline


Phone
1300 30 45 50 – Australia


Email
Send an email to:
makeareport@stopline.com.au




Post
Attention: CRANApplus, c/o
Stopline, PO Box 403,
Diamond Creek, VIC 3089,
Australia


NRS - National Relay
Service
The NRS is a vital service that
allows people who are deaf, hard
of hearing or have a speech
impairment to make and receive
phone calls.

R U OK? Has several resources on how to start a conversation when you notice someone isn't themselves and may need help and you want to check on their wellbeing

Employee Assistance Program can be contacted on 100 OUR EAP (1300 687 327) and is a free confidential service that offers support services to CRANApplus staff and their families.

9 VERSION CONTROL

Version	Approved	Approved by	Amendment type	Review
1	29 February 2024	CRANApplus Board	New Policy	February 2026
1.1	19 December 2024	CRANApplus Board	Change of CEO contact details at 4.3.1.1(b)	February 2026



Linda Kensington

Chief Executive Officer

Date Authorised: 11th April 2024



Fiona Justin

Company Secretary

Date Authorised: 11th April 2024