

## Geological Society of America's Whistleblower Policy & Procedure

### Purpose

The Geological Society of America ("GSA") is committed to honest, ethical and lawful conduct, full and fair disclosure, and compliance with all applicable laws. This policy outlines the procedure for reporting actions that a GSA councilor, officer, employee or volunteer believes in good faith violate a law or regulation or are dishonest practices and for protecting those persons from retaliation.

### Scope

This policy applies to all GSA councilors, officers, employees and volunteers.

### Policy

1. When to raise a concern: All GSA councilors, officers, employees and volunteers have an affirmative duty to disclose to and seek guidance under this policy if you believe that any person associated with GSA has engaged in, is engaging in, or is planning to engage in any illegal or unethical behavior, or has violated, or may violate the law or any adopted policy of GSA. Such reportable activity may include, for example, financial wrongdoing (including circumvention of GSA's internal controls), fraud, harassment, or other illegal, unethical or proscribed conduct. While concerns may be submitted at any time, it is best to submit concern as soon as reasonably possible after becoming aware of the matter.

2. How to raise a concern. If a councilor, officer, employee or volunteer has a good faith belief that any action or suspected action taken by or within GSA is illegal, fraudulent or in violation of any adopted policy of GSA, the councilor, officer, employee or director is expected to immediately report such information to the Executive Director. If the councilor, officer, employee or volunteer does not feel comfortable reporting the information to the Executive Director, he or she may submit their concern (i) by discussing it with a supervisor, who is expected to forward the information to the Executive Director, (ii) in writing to the Chair of the Council or (iii) to the Director of Human Resources.

a. For purposes of this Policy, "adopted policy of GSA" for which whistleblower protection shall be provided includes, without limitation, policies formally adopted by the Council that are designed to: prevent financial wrongdoing, conflict of interest policies, policies addressing unethical conduct and harassment and discrimination policies.

b. *A good faith report is one which the reporting individual reasonably believes to be true and reasonably believes to constitute illegal conduct, fraud or a violation of a GSA policy.*

c. Concerns may be submitted either in writing or orally. No form is required to submit a concern, but sufficient detail should be given so that the concern can be properly investigated.

d. Reports may also be made anonymously.

3. The Executive Director shall administer this policy and shall report on Policy, its implementation and the general type and resolution of whistleblower complaints to the Council.

## **Procedure**

1. **Investigations.** The Executive Director will assess each concern to determine to what extent an investigation is required, and will direct any investigation conducted.

a. Each report shall be tracked from the time of the initial report to its resolution. The results of the investigation shall be documented and reported to the Executive Director and such other individuals as may be appropriate.

b. Investigative steps shall include, as appropriate, interviews of witnesses, reviews of records and such other steps as the person who has been designated to administer this Policy shall deem appropriate.

c. In conducting its investigations, GSA will strive to keep the identity of the reporting individual confidential. All concerns received will be treated confidentially (or anonymously, if applicable) to the extent reasonable and practical under the circumstances.

d. All witnesses who are interviewed or contacted shall be informed that any retaliation against known or suspected reporters of the suspected improper conduct is strictly prohibited and that any person found to have engaged in retaliation shall be subject to discipline, which may include termination of employment or other position.

e. All files pertaining to an investigation will be maintained by Human Resources.

f. If a concern involves the Executive Director, s/he will recuse him/herself from the investigation and inform the Council in writing. The Council may investigate such concern or appoint impartial persons to investigate the concern.

## **Non-Retaliation**

1. No person making a good faith report of any action or suspected action taken by or within GSA shall suffer intimidation, harassment, discrimination or other retaliation or, in the case of employees, adverse employment consequences, as a consequence of making a good faith report.

2. A councilor, officer, employee or volunteer who believes that he or she is being retaliated against must contact the Executive Director, the President of the Council or the Director of Human Resources immediately.

3. Reports of suspected retaliation shall be investigated promptly, and shall be tracked.

4. Persons found to have engaged in retaliation shall be subject to discipline, which may include termination of their employment or position.

## **Distribution of Policy**

This Policy and Procedure shall be made available to all councilors, officers, employees and volunteers and shall be posted on GSA's website.

### Policy Adoption and Oversight

The Council is responsible for providing oversight of the adoption and implementation of and compliance with this Policy. Only directors satisfying the definition of "independence" pursuant to applicable law are permitted to participate in any Council deliberations or vote on matters relating to this Policy.

This policy was adopted by the Council on \_\_25 September 2016\_\_.

Whistleblower Policy & Procedures  
Created: 05/06/2014  
Amended : \_\_\_\_\_

Proprietary and Confidential Information of  
The Geological Society of America