



# Whistleblower Policy

Approved By	AVA Board
Version	V2
Date Created	January 2024
Next Review Date	January 2025

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## 1. Purpose of this Policy

Our Whistleblower Policy is an important tool for helping The Australian Veterinary Association Ltd ABN 63 008 522 852 (AVA) to identify wrongdoings that may not be uncovered unless there is a safe and secure way to disclose.

AVA is committed to the highest standards of integrity and conduct. If you are aware of a possible wrongdoing, you are encouraged to disclose this information and you will be supported in doing so.

The purpose of this Policy is to:

- Help deter wrongdoing, in line with AVA's Risk Management and Governance framework
- Ensure people who disclose a wrongdoing can do so safely, securely and with confidence that they will be protected and supported to the extent permitted by law
- Ensure disclosures are dealt with appropriately and on a timely basis
- Provide transparency around AVA's framework for receiving, handling and investigating disclosures
- Support AVA's values, Code of Conduct and vision
- Support AVA's long-term sustainability and reputation; and
- Meet AVA's legal and regulatory obligations.

AVA is committed to encouraging the reporting of any instances of suspected unethical, illegal, fraudulent or undesirable conduct, involving AVA's business and operations. A disclosure framework is provided to enable people that make a report, to do so confidentially and without fear of intimidation, disadvantage or reprisal.

## 2. Definitions

The terms used in this Policy are:

- Corporations Act means the Corporations Act 2001 (Cth).
- Detrimental Conduct means conduct that includes the following:
  - Dismissal of an employee;
  - Injuring an employee in their employment;
  - Altering an employee's position or duties to their disadvantage;
  - Discriminating between an employee and other employees of AVA;
  - Harassing or intimidating a person;
  - Harming or injuring a person (which includes psychological harm);
  - Damaging a person's property;
  - Damaging a person's reputation;
  - Damaging a person's business or financial position; or
  - Any other damage to a person.

Eligible Whistleblower is a person who is, or has been, any of the following:

- An officer or employee of AVA (this includes current and former employees who are permanent, part-time, fixed term or temporary, volunteers, secondees, managers and directors);

- A person who supplies goods or services to AVA or an employee of a person who supplies goods or services to AVA (whether paid or unpaid) - this could include contractors, consultants, service providers and business partners;
- A person who is an associate of AVA - for example, a Director or Company Secretary of AVA or a related body corporate of AVA; or
- A relative, dependent or spouse of any person referred to above.

Eligible Recipient means:

- an officer or senior manager of AVA or its related bodies corporate;
- an internal or external auditor, or a member of an audit team conducting an audit of AVA or its related bodies corporate;
- in relation to tax affairs, a tax agent or BAS agent of AVA;
- a Whistleblower Governance Officer;
- an actuary of AVA or its related bodies corporate; and
- anyone, designated by AVA under this Policy as updated from time to time.

Protected Whistleblower has the meaning set out in clause 3.

Relevant Legislation means the legislation set out in Annexure A to this Policy.

Reportable Matter means:

- Misconduct (including fraud, negligence, default, breach of trust and breach of duty) in relation to AVA and/or its related bodies corporate;
- An improper state of affairs or circumstances in relation to AVA and/or its related bodies corporate;
- Behaviour by AVA (or AVA's employees or officers) that represents a significant risk to the public or the financial system;
- A breach of the Relevant Legislation by AVA or any of AVA's employees or officers; or
- Information that indicates a significant risk to public safety or the stability of, or confidence in the financial system.
- Examples of a Reportable Matter include but are not limited to the following types of wrongdoing:
  - Illegal conduct e.g. theft, dealing or using illicit drugs, actual or threatened violence, criminal damage against property;
  - Fraud, money laundering or misappropriation of funds;
  - Offering or accepting a bribe;
  - Financial irregularities;
  - Failing to comply with legal or regulatory requirements; and
  - Engaging in or threatening to engage in detrimental conduct against someone who has made a disclosure or someone who is believed, suspected, or is planning to make a disclosure.
- Taxation Administration Act means Taxation Administration Act 1953 (Cth).
- Whistleblower Governance Officer means the CEO, AVA President, or Chair of the Audit and Risk Committee.

### 3. Who and what does this Policy apply to?

This Policy applies to and provides protections to disclosures made by Protected Whistleblowers.

You are a Protected Whistleblower and entitled to protection under the Corporations Act and, if applicable, under the Taxation Administration Act if:

- You are an Eligible Whistleblower;
- You have information;
- You have reasonable grounds to suspect that the information concerns or indicates a Reportable Matter; and
- You have disclosed (or intend to disclose) the information to an Eligible Recipient or to the Australian Securities and Investments Commission (ASIC), the Australian Prudential Regulation Authority (APRA) or another entity prescribed under the Corporations Act.

See above for the meaning of the terms 'Eligible Whistleblower', 'Reportable Matter' and 'Eligible Recipient'.

You will also be entitled to protection as a 'Protected Whistleblower' if you disclose the information to a legal practitioner for the purpose of obtaining advice or representation in relation to the whistleblowing laws.

Also, in very specific and limited circumstances that involves a matter of public interest or an emergency, a report may be protected if it is made to a journalist or a member of Parliament and other conditions are met. It is important that you understand the criteria for making a public interest or an emergency disclosure to be covered by the Whistleblower protections. AVA recommends that you contact an independent legal adviser before making a public interest or an emergency disclosure.

Disclosures that are not relating to a Reportable Matter will not be protected under the Corporations Act or the Taxation Administration Act and this Policy.

### 4. Personal work-related grievances

Personal work-related grievances that do not involve a detriment caused to you as a Protected Whistleblower (or a threat of detriment) are not a Reportable Matter and are not protected under the Corporations Act or Taxation Administration Act and this Policy.

A personal work-related grievance is one that relates to your current or former employment that has implications for you personally but does not have significant implications for AVA or concern a Reportable Matter. These matters are not applicable to this Policy and will not be protected disclosures, however you may seek assistance under the AVA's Grievance Policy.

An example of a work-related grievance may include if you believe you have missed out on a promotion that you deserve or if you have a grievance related to the managerial style of your supervisor.

However, a work-related grievance may still qualify for protection under the law if (for example): It is a mixed report that includes information about a Reportable Matter (as well as a work-related grievance);

- AVA has acted in a way that is a threat to public safety;
- The disclosure relates to information that concerns misconduct that goes further than the Whistleblower's personal circumstances; or

- The Whistleblower suffers from or is threatened with detriment for making a disclosure.

## 5. Whistleblower Responsibilities

Protection is available to Eligible Whistleblowers who have reasonable grounds to suspect that the information they have concerns a Reportable Matter. The Eligible Whistleblower must have reasonable grounds to believe the information they have is true.

A Protected Whistleblower will still qualify for protection for a disclosure even if their disclosure turns out to be incorrect, provided they had reasonable grounds to suspect the disclosure concerned a Reportable Matter. Disclosures will not be protected that are wholly frivolous or trivial (being information that does not disclose a Reportable Matter) or consists only of information that the person knows to be false.

Making a disclosure may not protect the Whistleblower from the consequences flowing from involvement in the wrongdoing itself. A person's liability for their own conduct is not affected by their disclosure. However active cooperation in the investigation, an admission and remorse may be taken into account when considering disciplinary or other action.

Even though a Whistleblower may be implicated in the wrongdoing they must not be subjected to any actual or threatened retaliatory action or victimisation in reprisal for making a report under this Policy.

## 6. Policy Application

### 6.1. Reporting a Disclosure

Internal Whistleblowers (current or former Directors, employees, volunteers, interns, contractors, or consultants) Internal Whistleblowers are encouraged to report their concerns to their supervisor or their supervisors' manager to seek an immediate response. Where the internal Whistleblower believes this is not appropriate, then an alternative reporting mechanism is available.

External Whistleblowers (Other people with a relationship with AVA – e.g. former employees, members & current and former suppliers)

Where an external (or internal) Whistleblower is reluctant to disclose a Reportable Matter to line management for fear of retribution, they can report their concerns to a higher level of management than the person in AVA that they ordinarily deal with.

There may be a simple explanation that they had not considered. Where this is not appropriate, an alternative reporting mechanism is available.

### 6.2. Alternative reporting

Alternative reporting to normal channels are available where:

- The normal reporting channel is considered inappropriate to the circumstances;
- AVA line management was notified but failed to deal with the disclosure; or
- The person or organisation disclosing wrongdoing is concerned about possible detriment.

An internal or external Whistleblower may provide the report of wrongdoing directly to:

- A Whistleblower Governance Officer; or
- A person or entity who is eligible to receive the disclosure under the Corporations Act 2001.
- Specific reporting is dealt with in section 7.

### 6.3. Other Complaint Mechanisms

This Policy is in addition to:

- Grievance procedures for employees, which are relevant for all staff to raise any matters they may have in relation to their work or their work environment, other persons, or decisions affecting their employment. This Policy does not replace other reporting structures such as those for dispute resolution, discrimination, victimisation or matters relating to workplace bullying or harassment;
- Standard complaint mechanisms for members or volunteers; and
- Any exercising of rights under the terms of their contract by contractors and suppliers.

### 6.4. Anonymous reporting

A Whistleblower can choose to stay anonymous while making a disclosure, over the course of an investigation and after the investigation is finalised. This includes the right to refuse to answer questions that could reveal their identity. However, AVA encourages anonymous Whistleblowers to maintain communication, so AVA can ask any follow-up questions or provide feedback. Further, anonymous reports have significant limitations that may inhibit a proper and appropriate inquiry or investigation. These limitations include the inability to provide feedback on the outcome and/or to gather additional particulars to assist the inquiry/investigation. Specific protection mechanisms may be difficult to enforce if you choose to remain confidential.

### 6.5. Confidentiality

AVA will not disclose a Whistleblower's identity unless:

- It is necessary to further an investigation and the Whistleblower consents to the disclosure, and/or;
- The disclosure is required or authorised by law (for example, disclosure to the police, ASIC or for the purpose of obtaining legal advice).

When a report is investigated it may be necessary to reveal its substance to people such as other AVA employees or Directors, external persons involved in the investigation process and, in appropriate circumstances, law enforcement agencies.

It will be necessary to disclose the facts and substance of a report to a person who may be the subject of the report as it is essential for natural justice to prevail. Although confidentiality is maintained, in some circumstances, the source of the reported issue may be obvious to a person who is the subject of a report.

AVA will however take reasonable steps to reduce the risk of identifying the source of the report. That includes taking reasonable precautions to store any records relating to a report of wrongdoing securely and to restrict access to authorised persons only.

Unauthorised disclosure of information that could prejudice confidentiality and identify a Whistleblower will be regarded seriously and may result in disciplinary action and where applicable, AVA will notify the police.

### 6.6. Protection from Detrimental Acts or Omissions

AVA is committed to protecting Protected Whistleblowers from possible detrimental acts or omissions.

A person is prohibited from engaging in Detrimental Conduct towards a Protected Whistleblower where:

- The person believes or suspects the Whistleblower or another person may have made, actually made, proposes to make, or could make a disclosure in relation to a Reportable Matter; and
- The person's belief or suspicion is part of the reason for the person's conduct.
- See above for the meaning of 'Detrimental Conduct'.

The following examples of actions do not constitute Detrimental Conduct:

- Administrative action that reasonably protects a Protected Whistleblower from detriment; and
- Managing a Protected Whistleblower's unsatisfactory work performance in line with AVA's performance management framework.

A Protected Whistleblower who has suffered Detrimental Conduct as a result of making a Protected Disclosure should immediately report the conduct through the reporting methods outlined in this Policy.

### **6.7. Retaliation or Victimisation**

AVA will not tolerate any retaliatory action or threats of retaliatory action against a Whistleblower, or against a Whistleblower's colleagues, employer (if a contractor, consultant or supplier) or relatives.

For example, a Whistleblower must not be disadvantaged or victimised for having made the report by:

- Dismissal or termination of services or supply;
- Demotion;
- Discrimination, victimisation or harassment;
- Current or future bias; and
- Threats of any of the above

Any such retaliatory action or victimisation in reprisal for a disclosure made under this Policy will be treated as serious misconduct and will result in disciplinary action, which may include dismissal. In some circumstance it may be illegal; in which case AVA will notify the police.

### **6.8. Investigation**

All reports of alleged or suspected wrongdoing made under this Policy to an Eligible Recipient will be properly assessed, and if appropriate, an inquiry or independent investigation - with the objective of gathering evidence relating to the claims made by the Whistleblower.

Investigations must be conducted in an objective, fair and independent manner.

The Eligible Whistleblower will be apprised of all relevant updates in relation to any investigation, to the extent required or permitted by law and appropriate in the circumstances.

At the conclusion from the investigation, AVA will make an assessment of whether the claims made by the Whistleblower can be substantiated or refuted based on the evidence available and on the balance of probabilities.

### **6.9. Disclosure Management**

AVA recognises that individuals against whom a report is made must also be supported during the handling and investigation of the wrongdoing report.



AVA takes reasonable steps to treat fairly any person who is the subject of a report, particularly during the assessment and investigation process in accordance with an established support protocol which may be extended to include appointing an independent senior employee or officer in AVA to provide support.

Where a person is identified as being suspected of possible wrongdoing, but preliminary inquiries determine that the suspicion is baseless or unfounded and that no formal investigation is warranted, then the Whistleblower will be informed of this outcome.

Where a Whistleblower is unsatisfied with the outcome of the investigation, the Whistleblower will be provided an opportunity to request an appeal.

The appeal should be requested by written notice to a Whistleblower Governance Officer within 15 business days of the Whistleblower being notified of the outcome of the investigation.

If the Whistleblower Governance Officer determines on appeal that the investigation was conducted properly, or new information is not available or would not change the findings of the investigation, AVA is not obliged to reopen the investigation.

In this case, the Whistleblower has the option of lodging a complaint with the relevant regulator, such as ASIC, APRA, the ATO, or another entity prescribed under the Corporations Act, if they are still unsatisfied with the outcome of the investigation. Nothing in this process prohibits or affects a Whistleblower being able to make a report to ASIC, APRA etc.

A Whistleblower Governance Officer will decide whether or not the person named in the allegation should be informed that a suspicion was raised and found to be baseless upon preliminary review. This decision will be based on a desire to preserve the integrity of a person so named, to enable workplace harmony to continue unfettered and to protect the Whistleblower where it is a bona fide disclosure.

Where an investigation does not substantiate the report, the fact that the investigation has been carried out, the results of the investigation and the identity of the person who is the subject of the report, must be handled confidentially.

Generally, where an investigation is conducted and the investigator believes there may be a case for an individual to respond, the Investigator must ensure that a person who is the subject of a disclosure:

- Is informed of the substance of the allegations;
- Is given a fair and reasonable opportunity to answer the allegations before the investigation is finalised;
- Has their response set out fairly in the Investigator's report; and
- Is informed about the substance of any adverse conclusions in the investigator's report that affects them.

Where adverse conclusions are made in an investigator's report about an individual, that individual has a right to respond to those conclusions prior to any action being taken by AVA against them. This process may vary, depending on the nature of the matters disclosed, the need to obtain advice and/or the need to appoint an external investigator.

While every stage of the process should be completed as quickly as possible, it is not possible to give a generic timeframe because that will depend on the factors listed above. However, any investigator must provide updates to the whistleblower, including in relation to timeframes.

The findings from the investigation will be documented and may be reported to those responsible for oversight of this Policy, while preserving confidentiality.

The method for documenting and reporting the findings will depend on the nature of the disclosure.

There may be circumstances where it is inappropriate to provide details of the outcome of the investigation to the Whistleblower.

## 7. Making a disclosure

Disclosures can be made in person or by telephone, post or email. Disclosures can be made within business hours or outside business hours.

If, at any time, you are not sure about whether to make a protected disclosure, you can get independent legal advice. Any discussions you have with a lawyer will be protected under this Policy and under law.

### 7.1. Eligible Recipients

A protected disclosure of a Reportable Matter must be made to an Eligible Recipient of a Reportable Matter in order to qualify as a Protected Whistleblower.

### 7.2. Contact Details – Eligible Recipients

Contact details for Eligible Recipients: All notices, consents, approvals, demands and other instruments must be in writing, signed by or on behalf of the party serving the same or by that party's solicitor and may be served upon AVA at the address below, or such alternate address as notified by AVA:

Address: AVA CEO  
Unit 40, 6 Herbert Street  
St Leonards NSW 2065

Email: melissa.king@ava.com.au

Service will be sufficient if any such notice is:

- delivered personally to the party to be served;
- sent by ordinary pre-paid post to either the above address or to a registered office. If a notice is posted, it is deemed to have been duly served on the second Business Day after postage, or if service of the notice is to an address outside Australia, on the fifth (5th) Business Day after postage; or
- sent by email to the last known email address of the party to be served, and will be deemed to be served at the time the email is received by the recipients email server, but if the notice is sent after 5:00pm AEST or on a non-Business Day, the notice is taken to have been received at 9:00am AEST on the next Business Day.

### 7.3. Other designated bodies that can receive disclosures

Disclosures of a Reportable Matter may also be protected when made to:

- ASIC;
- APRA;
- the Commissioner of Taxation; or
- another Commonwealth authority prescribed by law.

## 8. Other protections for Protected Whistleblowers

Protected Whistleblowers are protected from civil, criminal or administrative liability (including disciplinary action) for disclosing information concerning Reportable Matters. No contractual right (including under an employment contract) can be exercised against a Protected Whistleblower to stop them disclosing a Reportable Matter.

If you're a Protected Whistleblower and the disclosure is to an Eligible Recipient or other designated body as set out above, or is a public interest disclosure or emergency disclosure, the information you disclose cannot be used against you in criminal proceedings or in proceedings for the imposition of a penalty (except if the proceedings are in respect of the falsity of the information).

Eligible Whistleblowers may also be entitled to seek compensation and other remedies through the courts if AVA fails to protect the Eligible Whistleblower from detriment and the Eligible Whistleblower suffers loss or damage.

## 9. Communication with Protected Whistleblower

AVA will ensure that, provided the claim was not submitted anonymously, the Protected Whistleblower is kept informed of the outcomes of the investigation of their allegations. This will be subject to the considerations of privacy of those against whom allegations are made and considerations of confidentiality affecting AVA.

If the Protected Whistleblower is not an employee of AVA, the Protected Whistleblower will be kept informed of the investigative outcomes (subject to privacy considerations as above), once the Protected Whistleblower has agreed in writing to maintain confidentiality in relation to any information provided to them regarding a report made by them.

## 10. Further Support

Further support for Protected Whistleblowers and alleged perpetrator(s) is available via AVA's Employee Assistance Program (confidential counselling service) which is accessible via self-referral.

Where required, AVA can be flexible about work arrangements in order to access the required support.

## 11. Further Policy Details

### 11.1. How this Policy is made available

This Policy is made available on the AVA HR Information System – Employment Hero and AVA website, after the communication and implementation of this Policy. It also forms part of the onboarding process for every employee, volunteer and Director.

### 11.2. Related policies

This Policy should be read in conjunction with AVA's other relevant policies including:

- AVA's Grievance Policy
- AVA's Performance Management Policy
- AVA's Code of Conduct

## 12. Revision History

In line with AVA practice, this Policy is subject to annual review and revision as required by law. An up-to-date record of the individuals who have undertaken a review and revision of this Policy is to be kept below.

## 13. Annexure A – Relevant Legislation

1. Corporations Act 2001 (Cth);
2. ASIC Act 2001;
3. Banking Act 1959;
4. Financial Sector (Collection of Data) Act 2001;
5. Insurance Act 1973;
6. Life Insurance Act 1995;
7. National Consumer Credit Protection Act 2009;
8. Superannuation Industry (Supervision) Act 1993;
9. Taxation Administration Act 1953 (Cth);
10. An instrument made under any legislation referred to above or
11. Any other laws of the Commonwealth that is punishable by imprisonment for a period of 12 months or more.