



Policy:	<b>Whistleblower Policy</b>
Sub-Committee:	<b>Audit and Risk Sub-Committee</b>
Originally released:	<b>2020</b>
Date for review:	<b>2023</b>

## 1. Introduction

Catholic Education Western Australia Limited (CEWA Ltd) is committed to fostering a culture that reflects transparency and integrity and promotes Catholic values and ethical behaviour. The Catholic Education Commission of Western Australia (CECWA) Whistleblower Policy and associated procedures are designed to uphold CEWA Ltd's shared values arising from the Catholic Social Teaching Principles of the dignity of the human person, the common good, subsidiarity, co-responsibility and participation.

This policy and associated procedures have been developed in accordance with the requirements of the *Corporations Act 2001* (Cth) and the *Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019* (Cth). This document should be read in conjunction with all other CECWA policies and processes.

The purpose of the CECWA Whistleblower Policy is to:

- Encourage any legally eligible CEWA Ltd person or any person connected to CEWA Ltd to raise any concerns and report any instances of unacceptable conduct;
- Contribute to providing a supportive working environment for all CEWA Ltd people; and
- Provide a process for individuals to report such conduct in the knowledge that they do so anonymously, and can act without disadvantage, intimidation or reprisal, and with appropriate protection.

## 2. Definitions

**Adverse Employment Action** is action that would personally disadvantage a whistleblower. Such action may include but not be limited to one or more of the following:

- termination of employment;
- reduction in the terms or conditions of employment;
- demotion, or
- unfair or unequal treatment in the workplace.

**CEWA Ltd Person (or People)** is any person (or people) employed by or associated with CEWA Ltd.

**Legal Protections** for a whistleblower, under the Corporations Act, include:

- identity protection (confidentiality);
- protection from detrimental acts or omissions;
- compensation and remedies; and
- civil, criminal and administrative liability protection.

**Personal work-related grievance** includes, but is not limited to one or more of the following:

- an interpersonal conflict between the whistleblower and another employee;
- a decision relating to the engagement, transfer or promotion of the whistleblower;
- a decision relating to the terms and conditions of engagement of the whistleblower;
- a decision to suspend or terminate the engagement of the whistleblower, or otherwise to discipline the whistleblower

**A Recipient** is one eligible under the *Corporations Act 2001* (Cth) and includes:

- nominated officers of CEWA Ltd as detailed in the policy;
- the Chair of the CECWA Audit and Risk Committee; and
- any person authorised by the CEWA Ltd to receive disclosures that may qualify for protection under this Part.

**Reportable Conduct** may or may not involve a contravention of a particular law, and may include but not be limited to:

- illegal conduct, such as theft, dealing in, or use of illicit drugs, violence or threatened violence, and criminal damage against property;
- fraud, money laundering or misappropriation of funds;
- offering or accepting a bribe;
- financial irregularities;
- failure to comply with, or breach of, legal or regulatory requirements;
- issues that are reasonably considered a significant risk to public safety;
- issues that risk the stability of the CEWA financial system;
- alert to an emergency situation;
- engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made, or be planning to make, a disclosure

**A Whistleblower** is one eligible under the *Corporations Act 2001* (Cth) and may be a current or former employee, officer, a contractor, supplier or employee of a contractor or supplier, an associate of CEWA Ltd, or a spouse or relative of any of the aforementioned.

### 3. Scope

The CECWA Whistleblower Policy applies to all members of the broad CEWA Ltd community. References within this policy to CEWA Ltd include references to all CEWA Ltd schools, early years and learning centres, outside school hours care programs and offices.

## 4. Principles

- 4.1 CEWA Ltd does not tolerate improper conduct by members of the CECWA, CECWA Committee Members, CEWA Ltd employees, contractors, volunteers, officers or members of school-based boards and committees.
- 4.2 CEWA Ltd upholds the Catholic Social Teaching principles alongside values of transparency and accountability in all management and governance practices.
- 4.3 CEWA Ltd supports the making of disclosures of reportable conduct by whistleblowers to any Recipient authorised to receive a whistleblower disclosure.
- 4.4 A whistleblower is entitled to legal protection under the *Corporations Act 2001* (Cth) and *Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019* (Cth).
- 4.5 A whistleblower has the right to make an anonymous disclosure, in confidence, securely and inside or outside of business hours.
- 4.6 A whistleblower must provide information that may assist any inquiry or investigation into the matter.
- 4.7 CEWA Ltd will ensure whistleblower protection from any actual or threatened retaliatory action, victimisation, reprisal, discrimination, harassment or adverse employment action for making a disclosure of reportable conduct. Any retaliation will be considered to be misconduct.
- 4.8 CEWA Ltd will ensure fair treatment of employees who are mentioned in or the subject of disclosures that qualify for protection. All reasonable steps will be taken to support and protect persons who make such disclosures.
- 4.9 Whistleblower protection may also apply if a whistleblower report is made to a journalist or parliamentarian, where matters are in the public interest, or in an emergency situation. CEWA Ltd strongly encourages the use of existing processes and procedures, including this policy and all other relevant processes.
- 4.10 CEWA Ltd will fairly and objectively investigate each disclosure as soon as is practically possible. Such investigation will be conducted by either a Recipient or external investigator, who is independent and suitably qualified to conduct such an investigation.

- 4.11 A whistleblower must have reasonable grounds for their concern. Disclosure that is motivated by malicious intent or dishonest behaviour may be considered a breach of the Code of Conduct and subject to appropriate disciplinary action.
- 4.12 If a whistleblower was complicit in the wrongdoing or other misconduct, the whistleblower is not protected from the consequences of involvement. A person remains responsible for their own conduct and any liability is unaffected by their reporting of the misconduct.
- 4.13 If the disclosure turns out to be incorrect, the whistleblower can still qualify for protection.
- 4.14 A whistleblower must be informed of the outcome of any investigation relating to their disclosure.

## 5. Procedures

### 5.1 Determining Reportable Conduct

Any improper conduct covered by this policy includes any reportable conduct or other conduct which:

- is dishonest, fraudulent or corrupt;
- is illegal, such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law;
- is unethical, such as dishonesty altering company records or data, adopting questionable accounting practices;
- is potentially damaging to CEWA Ltd or a CEWA Ltd person, such as unsafe work practices or substantial wasting of CEWA Ltd resources;
- may cause financial loss to CEWA Ltd, damage its reputation or otherwise be detrimental to CEWA Ltd's interests;
- poses a significant risk to public safety or the stability of, or confidence in, the financial system (whether or not it involves a breach of the law);
- involves engaging in or threatening to engage in detrimental conduct against a person who has made a report of unacceptable conduct, or is believed or suspected to have made, or be planning to make, a report of unacceptable conduct;
- relates to potential misconduct or an improper state of affairs or circumstances related to CEWA Ltd's tax affairs; or
- involves any other kind of misconduct or an improper state of affairs or circumstances in relation to CEWA Ltd.

Reportable Conduct does not include:

- breaches of *CEWA's Code of Ethical Conduct* that do not relate to the definition of Reportable Conduct; or
- personal work-related grievances that are excluded from the whistleblower protections under the Act.

These matters may be raised and reported in accordance with *CECWA's Dispute and Complaint Resolution Policy*, as applicable.

### 5.2 Disclosing Reportable Conduct

CEWA Ltd encourages all CEWA Ltd people to speak to their Line Manager, Principal or Director in the first instance.

If a CEWA Ltd person would like to make a report to an Recipient under Australian whistleblower laws (and receive protection under those laws), they can make a report of unacceptable conduct to:

- Chair, CECWA Audit and Risk Committee
- Executive Director
- Deputy Executive Director
- Company Secretary
- Legal Counsel
- Team Leader, Employment Relations

Reports can be made confidentially to any of the above Recipients or through the Hotline via [phone number tbc] or [weblink tbc]. Any CEWA Ltd person may use the Hotline to receive guidance in respect of reporting suspected unacceptable conduct under this policy.

Reports may also be made under the Australian whistleblower laws to the following external eligible recipients:

- A lawyer, but not a lawyer employed by CEWA Ltd, for the purposes of obtaining legal advice or representation;
- The Australian Securities and Investment Commission (ASIC), the Australian Prudential Regulation Authority (APRA), the Commissioner of Taxation, or another Commonwealth body prescribed by regulation, as appropriate;
- Under certain circumstances, to a journalist or member of Commonwealth, state or territory parliaments in accordance with the requirements set out in the Act for making an "emergency disclosure" or a "public interest disclosure;"
- If the report relates to CEWA Ltd's tax affairs, a registered tax agent or BAS agent of CEWA Ltd

### 5.3 *Disclosing Reportable Conduct Anonymously*

If the whistleblower wishes to remain anonymous, then he or she may do so. An anonymous report of unacceptable conduct can be made to a Recipient and will be protected under Australian whistleblower laws. A CEWA Ltd person who makes an anonymous report of unacceptable conduct may refuse to answer questions they feel could reveal their identity at any time.

Anonymous reports of unacceptable conduct can be made to any of the Recipients by contacting them via phone, email or by post. Anonymous reports can also be made through the hotline via [phone number] or [weblink].

### 5.4 *Protecting Whistleblowers Confidentiality and Privacy*

It is illegal for a person to disclose the identity of a CEWA Ltd person who has made a report of unacceptable conduct to a Recipient or other external eligible recipient as set out in section 5.1 of this document, or to disclose information which is likely to lead to their identification, outside of the above circumstances. Such unauthorised disclosure will be an offence under Australian law. It will also be regarded as a CEWA disciplinary matter and will be dealt with in accordance with CEWA Ltd's disciplinary procedures.

Accordingly, Recipients or any other person with knowledge of the report must not disclose the CEWA Ltd person's identity unless:

- The CEWA Ltd person making the report consents to the disclosure;
- The disclosure is required by law;
- The disclosure is made to ASIC, APRA, the Commissioner of Taxation (if the report relates to CEWA Ltd's tax affairs) or the Australian Federal Police; or
- It is disclosed to a lawyer for the purpose of receiving advice in relation to legal obligations of protection and confidentiality.

CEWA Ltd will take all reasonable steps to protect a whistleblower's identity and will ensure that any records relating to a report of unacceptable conduct are stored securely and confidentially, in accordance with the *CECWA Privacy Policy* and *CECWA Management of Confidential Information Policy*. Such records will be accessed only by CEWA Ltd staff who are authorised to access the information for the purposes of assessing or investigating the report.

A CEWA Ltd person who intends to make a report under this policy may make a request for special protection measures if their identity is likely to be readily inferred from the nature of the information in the report.

If a CEWA Ltd person believes there has been an unauthorised disclosure of their identity or information which is likely to lead to their identity being disclosed, they should report this to the Hotline or a Recipient. Reports of unauthorised disclosure may also be made to ASIC, APRA or the Commissioner of Taxation (if the original report related to CEWA Ltd's tax matters for investigation).

To the extent that any of the information recorded by CEWA Ltd, or the Hotline on CEWA Ltd's behalf, constitutes "personal information" about the caller under applicable privacy law, it should be noted that:

- The purpose of the collection of that information is to assist the Hotline and CEWA Ltd to respond to issues raised by the whistleblower and to protect or enforce CEWA Ltd's legal rights or interests or to defend any claims;
- Personal information may be used for the primary purpose for which it was collected or for any related secondary purpose that could reasonably be expected; and
- Personal information may be disclosed or described under section 7.1.

CEWA Ltd only collects, uses or discloses personal information, including sensitive information, as allowed by law. Further details are available in *CECWA's Privacy Policy*.

### 5.5 *Protecting Whistleblowers from Adverse Employment Action*

CEWA Ltd is committed to protecting and respecting the rights of any CEWA Ltd person who reports unacceptable conduct in accordance with this policy.

CEWA Ltd will not tolerate any actual or threatened (whether expressed or implied, whether or not there is any intention to carry out the threat and whether or not the CEWA Ltd person who receives the threat fears that the threat will be carried out) reprisals (including dismissal or demotion), discrimination, bias, harassment, intimidation, victimisation or any other injury or damage to any person suspected of making a report of unacceptable conduct, or against that person's colleagues, employer (if a



contractor), relatives, or any other person where the reason for the detrimental conduct relates to the suspicion that a person has made, may make, or could make a report of unacceptable conduct. This commitment is supported by the *CECWA Harassment, Unlawful Discrimination, Victimisation and Bullying (Staff) Policy*.

Any such retaliatory action may be an offence under Australian law, will be treated as serious misconduct and will be dealt with in accordance with CECWA policies.

Performance management of a whistleblower, where such action is in line with CEWA Ltd's performance management approach, is not detrimental conduct. If such actions are undertaken, CEWA Ltd will explain to the whistleblower the reason for the action.

If a CEWA Ltd person believes that they have been subject to detrimental conduct they should report this to the Hotline or a Recipient. Reports of detrimental conduct may also be made to ASIC, APRA, or the Commissioner of Taxation (if the original report related to CEWA Ltd's tax affairs).

## 5.6 *Further Protection to Whistleblowers*

In addition to the above, under Australian law a CEWA Ltd person who has reasonable grounds for suspecting that unacceptable conduct has taken place, and who reports the matter to a Recipient, may be entitled to additional legal protections in certain circumstances, including:

- They may be protected from civil, criminal or administrative legal action for making the report;
- They may be protected from contractual or other remedies being sought against them on the basis of the report;
- The information they provide may not be admissible in evidence against them in legal proceedings (unless they have provided false information); and
- In some circumstances they may be entitled to compensation or another remedy through the courts if:
  - They suffer loss, damage or injury because of a report of unacceptable conduct, and
  - CEWA Ltd failed to take reasonable precautions and exercise due diligence to prevent the detrimental conduct.

Under Australian law, these protections may not apply to reports made to Recipients that concern a personal work-related grievance of the person

making the report or breaches of the *CEWA Code of Ethical Conduct* that do not fall into the definition of unacceptable conduct.

## 5.7 *Investigating a Disclosure*

Where it is appropriate and practicable to investigate a report, an appropriate investigator (or investigators) will be appointed by the Executive Director to assess and investigate the report. A person will only be asked to investigate a matter if they can do so in an impartial manner. In certain circumstances, CEWA Ltd may decide to appoint external investigators.

Where a report of suspected unacceptable conduct relates to a significant matter involving the Executive Director or a member of the Executive Team, the matter will be referred directly to the Chair of the CECWA Audit and Risk Committee.

The person (or external organisation) appointed to investigate the report will be required to follow the *CECWA Dispute and Complaint Resolution Policy*.

Reports may not be able to be investigated if CEWA Ltd is not able to contact the person who has made the report and insufficient information has been provided to warrant an investigation.

Whenever a report of suspected unacceptable conduct mentions or relates to any CEWA Ltd employees, CEWA Ltd is committed to treating those employees fairly, as appropriate in the circumstances.

## 5.7 *Concluding the Investigation*

At the end of the investigation, the investigator(s) will prepare an investigation report which includes all relevant findings of the investigation. The investigation findings will be reviewed independently of the investigator(s), to determine an appropriate response, which may include rectifying any unacceptable conduct and taking any action required to prevent any future occurrences of the same or similar conduct.

The identity of the CEWA Ltd person who reported the unacceptable conduct will be redacted from any written investigation reports unless they have consented to the disclosure of their identity.

Where issues of discipline arise, the disciplinary process will also be in line with *CECWA's Unsatisfactory Performance or Misconduct Policy*. Where allegations of unacceptable conduct

made against a person cannot be substantiated, that person will be advised accordingly and will be entitled to continue in their role as if the allegations had not been made.

A person who has committed or been involved in unacceptable conduct will not be immune from disciplinary action merely because they have reported the unacceptable conduct in accordance with this policy. However, the person's conduct in making the report is likely to be taken into account in determining what disciplinary action is appropriate.

Once the matter is finalised, a report will be made to the whistleblower. This report will explain the findings and actions taken to the fullest extent possible within commercial, legal and confidentiality constraints. Where the whistleblower chose to remain anonymous, alternative arrangements may be made for providing a verbal report of the outcome of the investigation to that person, where possible.

#### 5.8 *Availability of this Policy*

*The Whistleblower Policy* is available on CEWA's intranet and CEWA's external website. All Catholic schools must include a link to this policy on their school website.

#### 5.9 *Training in this Policy*

Recipients, potential investigators and all relevant CEWA Ltd personnel will receive regular training in relation to their rights and obligations under this policy and under applicable whistleblower laws.

## 6. References

*CEWA's Code of Ethical Conduct*

*CECWA Dispute and Complaint Resolution Policy*

*CECWA Harassment, Unlawful Discrimination, Victimisation and Bullying (Staff) Policy*

*CECWA Management of Confidential Information Policy*

*CEWA Privacy Policy*

*CECWA Unsatisfactory Performance or Misconduct Policy*

*Corporations Act 2001 (Cth)*

*Treasury Laws Amendment (Enhancing Whistleblower Protections) Act 2019 (Cth)*

## 7. Related Documents

*ASIC Whistleblower Regulations 270*

## 8. Review History

This policy was developed in 2020.

## 9. Next Review

This policy will be next reviewed in 2023, or earlier as required by legislative or regulatory changes.