

# Whistleblower Policy

## 1. INTRODUCTION AND PURPOSE

The Law Institute of Victoria (**LIV**) is committed to fostering a culture of ethical behaviour and good corporate governance based on our values, which include acting with respect and integrity. We will not tolerate any corrupt, illegal or other improper conduct by our employees, officers, contractors, volunteers or suppliers and encourage the reporting of such conduct when it occurs.

The purpose of this Policy is to provide a framework for receiving, investigating and addressing allegations of improper conduct and the management of those involved.

This Policy describes what conduct can be reported, who to make a report to, how it will be investigated and what protections and support are available to those involved. Consistent with our commitment to ethical behavior and good corporate governance, we also encourage volunteers, members and the general public to make disclosures in relation to actual or suspected reportable conduct in accordance with this Policy.

## 2. LEGAL PROTECTION OF WHISTLEBLOWERS

The *Corporations Act 2001* (the **Act**) sets out a whistleblower protection regime which applies to specified entities including companies and constitutional corporations. This Policy has been developed having regard to legislative requirements relating to the protection of whistleblowers, as set out in the Act and other applicable legislation.

Where a disclosure is made in circumstances that comply with the Act, the whistleblower will qualify for the protections available under the Act.

If circumstances are such that the protections of the Act do not apply to a whistleblower, the LIV is committed to protection of that whistleblower in accordance with this Policy.

## 3. TERMINOLOGY USED IN THIS POLICY

To assist readers of the policy, the following guidance on key terms is provided:

A **whistleblower** is someone who makes a report under this Policy about reportable conduct.

**Reportable conduct** is any conduct that the whistleblower has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances in relation to the LIV or its operations. For example, this could include information about bribery, corruption, dishonesty, fraud, illegality, breach of the Code of Conduct or policies of the LIV or financial or reputational loss to the LIV.

A **disclosure** is the disclosure by a whistleblower of the reportable conduct to the LIV or a third party in accordance with this Policy.

The Act also sets out the meaning of certain terms used in this Policy. When there is a conflict, the meaning in the Act applies to the extent of any inconsistency.

#### 4. WHO DOES THIS POLICY APPLY TO?

This Policy applies to everyone who works, or has worked, for the LIV, including the Council, officers, managers, employees and volunteers, and to suppliers and contractors to the LIV and their employees. It also applies to relatives, dependents and dependents of spouses of any of these people, to an associate<sup>1</sup> of the LIV, and to other specified persons set out in the Act.

This Policy will also apply to any such person who has made a disclosure of information about the LIV to a legal practitioner for the purpose of obtaining legal advice or legal representation in relation to the operation of whistleblowing protection laws.

This Policy also applies to any other person who makes a disclosure about reportable conduct, although such persons may not be covered by the protections of the Act.

#### 5. WHAT DOES THIS POLICY COVER?

The LIV is committed to maintaining an environment where legitimate concerns are able to be reported without fear of retaliatory action or retribution. No person should be disadvantaged for reporting conduct they consider to be wrong.

Where a person to whom this Policy applies raises a concern about conduct which is or may be reportable conduct, this Policy provides for the processes and protections set out in it to apply. Protections may also apply under the Act.

This Policy extends to conduct that has occurred before or after the commencement of this Policy.

#### 6. HOW WILL THIS POLICY BE ADVISED AND IMPLEMENTED?

This Policy is available to officers and employees of the LIV on the intranet and BambooHR and in either hard or soft copy upon request to [whistleblowing@liv.asn.au](mailto:whistleblowing@liv.asn.au).

This Policy will also be made available publicly on the website and upon request.

The LIV commits to provide training to officers and employees to ensure compliance with the provisions of the Act and this Policy.

#### 7. WHAT CONDUCT SHOULD I REPORT?

**Reportable conduct** is anything you have reasonable grounds to suspect concerns misconduct or an improper state of affairs or circumstances in relation to the LIV. Examples of reportable conduct include, but are not limited to:

- breaches of the law, including the Act and other financial sector laws
- dishonest, corrupt or illegal activities such as theft, fraud, bribery, money laundering or misappropriation
- activities that represent a danger to the public or the financial system
- wrongdoing at the LIV, that is actual or suspected misconduct or an inappropriate state of affairs or circumstance.

If you see or suspect misconduct you are encouraged to report it. If you are unsure whether the conduct is reportable conduct under this Policy you should contact **LIV's Whistleblower Protection Officers (WPO)**:

- The LIV President, Sam Pandya

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<sup>1</sup> For the definition of 'associate', see section 15 of the *Corporations Act 2001* (Cth)

- Company Secretary, Xian Volkmer
- Head of People and Culture, Joy Voevodin-Mawer

## **8. WHAT CONDUCT IS NOT REPORTABLE UNDER THIS POLICY?**

This Policy does not apply to personal work-related grievances, such as inter-personal conflicts between employees, a decision to discipline an employee or other matters that have an implication for that person personally rather than for the organisation as a whole. Matters of this nature should be reported to your Manager/General Manager or People and Culture.

Any conduct that could be considered victimisation of an individual because they have made, may have made or intend to make a report under this Policy is reportable under this Policy.

## **9. WHAT WE EXPECT FROM YOU**

We expect all Employees and Officers to:

- Comply with this Policy, the law, our Code of Conduct and other policies and procedures
- Familiarise yourself with this Policy and undertake any training provided.

We expect all persons, including Employees, to whom this Policy applies to:

- Comply with this Policy and relevant legislation
- Report any reportable conduct in accordance with this Policy.
- Protect and support anyone you may know or suspect to be a whistleblower, including keeping their identity confidential and making sure they are not subject to detrimental treatment.
- Co-operate with any enquiries and investigations made following a disclosure of reportable conduct.
- Observe confidentiality and undertake appropriate record keeping practices in relation to an enquiry or investigation.

## **10. MAKING A DISCLOSURE OF REPORTABLE CONDUCT**

### **10.1 Can I make an anonymous disclosure?**

A disclosure may be made anonymously or through a pseudonym, although this may limit the scope of the inquiry or investigation. A whistleblower can choose to remain anonymous when making a disclosure, over the course of the investigation and after the investigation is finalised. Specific protection mechanisms cannot be provided in the event of an anonymous report.

If a report is made by an identified person, all reasonable steps will be taken to protect the identity of the whistleblower, regardless of whether the person has consented to the disclosure of their identity. Details of the disclosure will only be shared where necessary for the purposes of conducting the investigation in accordance with this Policy and on a “need to know” basis. Further details are set out below in the paragraph headed Confidentiality and Record Keeping.

The whistleblower is required, subject to any legal obligations, to keep confidential the making of a disclosure.

### **10.2 Internal reporting**

We encourage the making of disclosure to the organisation in the first instance, so that we are made aware of any misconduct and can commence an investigation at the earliest opportunity.

To obtain the protections under the Act, a disclosure must be made to any of the persons (**eligible recipients**) set out below:

<b>Name and Position</b>	<b>Email address and postal address</b>	<b>Telephone</b>
Sam Pandya President, Law Institute of Victoria	<a href="mailto:president@liv.asn.au">president@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9367</u>
Adam Awty Chief Executive Officer	<a href="mailto:aawty@liv.asn.au">aawty@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9367</u>
Paul Stathis General Manager, Corporate Services	<a href="mailto:pstathis@liv.asn.au">pstathis@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9330</u>
Duncan Pittard General Manager, Member Experience & Support	<a href="mailto:dpittard@liv.asn.au">dpittard@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9305</u>
Kellie Hamilton General Manager, Member Knowledge & Learning	<a href="mailto:khamilton@liv.asn.au">khamilton@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9306</u>
Gemma Hazmi General Manager, Policy, Advocacy & Professional Standards	<a href="mailto:ghazmi@liv.asn.au">ghazmi@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9421</u>
Xian Volkmer Company Secretary	<a href="mailto:xvolkmer@liv.asn.au">xvolkmer@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9513</u>
Joy Voevodin-Mawer Head of People and Culture	<a href="mailto:jvoevodin-mawer@liv.asn.au">jvoevodin-mawer@liv.asn.au</a> <u>140 William Street, Melbourne Vic 3000</u>	<u>03 9607 9560</u>
Yourcall	<a href="https://www.yourcall.com.au/report">https://www.yourcall.com.au/report</a> <u>Level 2, 400 High Street, Kew, Victoria, 3101</u>	<u>1800 940 379 AU</u> or <u>0800 123 508 NZ</u>

Where a person making a disclosure is not an Employee but is eligible to make a disclosure (refer to 'Who does this policy apply to?'), the LIV recommends Yourcall as the recipient for these disclosures. However, the LIV reiterates that a disclosure can be made to any of the eligible recipients in the above table.

A disclosure to the LIV may be made in any form including, without limitation, orally or in writing, and by any means including in person, electronically or otherwise.

The person making the disclosure must inform the eligible recipient that they are making a report under this Policy.

Although a disclosure may be made to any other person within the LIV and will, if considered to involve reportable conduct, be treated in accordance with this Policy, the person making the disclosure may not receive the protections under the Act.

### 10.3 External reporting

You may also make a disclosure to:

- Our external independent Whistleblowing service Yourcall detailed below:  
<https://www.yourcall.com.au/report>  
Available 24/7
- *Telephone:* 1800 940 379 AU / 0800 123 508 NZ  
Available 9am and 12am on recognised Australian national business days (AEST)
- Online reports can be made via the website address listed above. LIV's unique identifier code is: "**LIV**".
- A lawyer of your choice for the purposes of obtaining legal advice or legal representation in relation to a disclosure of reportable conduct.
- The Australian Securities and Investment Commission (ASIC) on 1300 300 630 or +61 3 5177 3988 or via the dedicated form on their website at [www.asic.gov.au](http://www.asic.gov.au).

Nothing in this Policy restricts a person from disclosing reportable conduct and other conduct to any external person, organisation, government agency, law enforcement authority or regulator, whether in accordance with the law or otherwise.

### 10.4 Emergency or public interest disclosure

In certain circumstances, the Act gives a whistleblower the right to make a further disclosure to a member of parliament or a journalist where:

- they have made a disclosure to ASIC under this Policy; and
- more than 90 days have passed since the disclosure was made to ASIC under this Policy; the whistleblower reasonably believes no action is being taken; and it is in the public interest to make the further disclosure; or
- where a disclosure to ASIC has been made under this Policy and the whistleblower believes that the information relates to an imminent danger to the health and safety of a person(s) or the natural environment.

A whistleblower must notify the LIV before making a further disclosure under this section.

## 11. HOW WE SUPPORT AND PROTECT WHISTLEBLOWERS

### 11.1 Protection for whistleblowers

A whistleblower qualifies for protection from the time they make their disclosure, regardless of whether the whistleblower or recipient of their disclosure recognises that the disclosure qualifies for protection.

A whistleblower will not be subject to any civil, criminal or disciplinary action for making or intending to make a disclosure under this Policy, or for participating in any enquiry or investigation undertaken by the LIV or a third party. If, however, the whistleblower is found to be involved in,

or connected to, the improper conduct or illegal activities that are the subject of the disclosure, this Policy will not protect the whistleblower from appropriate consequences, which may include disciplinary action, dismissal or criminal or civil prosecution.

The LIV will not tolerate any retaliatory, discriminatory or other detrimental action by any person against a whistleblower for having made or intending to make a report, including demotion, dismissal, victimisation or harassment. Further details are set out in the paragraph below headed Detrimental Conduct.

The whistleblower's identity will be kept confidential as set out in this Policy.

In addition to the protections set out in this Policy, the whistleblower may be entitled to the protections set out in the Act where the disclosure meets the requirements of the Act.

## 11.2 Support for whistleblowers

The LIV is committed to ensuring that whistleblowers are protected and supported. All reasonable steps will be taken to ensure that a whistleblower is supported in making a disclosure. As a first step, employees can contact the LIV's employee assistance provider – Converge on 1300 687 327 or email: [eap@convergeintl.com.au](mailto:eap@convergeintl.com.au).

Please note that although any disclosure of information to Converge is confidential, Converge is not an "eligible recipient" for the purposes of this Policy or the Act.

## 12. DETRIMENTAL CONDUCT AND VICTIMISATION

The LIV will not tolerate detrimental conduct towards a whistleblower and any such conduct must be reported to People and Culture.

Detrimental conduct includes harassment, intimidation, victimisation, dismissal, discrimination, prejudicial treatment, threats, violence, psychological harm and damage to a person's reputation, property and financial position.

Where detrimental conduct is found to have taken place, the LIV will take all appropriate steps to deal with the person undertaking such conduct, which may include disciplinary action or referral of the matter to external agencies or law enforcement authorities.

The Act provides for compensation and other remedies where a whistleblower is subject to detrimental conduct.

The Act also provides for imprisonment and fines for persons involved in detrimental conduct towards a whistleblower.

## 13. HOW WE INVESTIGATE REPORTS

All reports made under this Policy will be referred to a Whistleblower Protection Officer for investigation. Where deemed necessary, an external investigator may be appointed, as well as other external experts.

The LIV may not be able to undertake an investigation if it is not able to contact the whistleblower, such as where the disclosure has been made anonymously and the whistleblower has not provided a means of contacting them.

All investigations will be conducted in a timely, fair and independent manner and all reasonable steps taken to maintain the confidentiality of the investigation process and subsequent reports (see paragraph below on *Confidentiality and Record Keeping*).

Following the investigation, a final report will be prepared and submitted to an **eligible recipient** (refer to 10.2 for further details) and discussed with the Audit and Risk Committee for a decision on the findings.

The Board of the LIV, through the Audit and Risk Committee, governs and is responsible for the ultimate decision-making power regarding the reports and investigation under this Policy.

If a report involves all eligible recipients it will be directed to the Chair of the Audit and Risk Committee for investigation and further action.

## **14. HOW WE SUPPORT AND MANAGE PERSONS IMPLICATED**

Where a person is identified as being suspected of possible wrongdoing, that person must be treated reasonably and fairly, particularly during the assessment and investigation process. This may also include access to a designated support person or team, employee assistance, external agencies such as LifeLine and Beyond Blue etc.

No action will be taken against any person implicated in a disclosure until an investigation has determined whether any allegations against them are substantiated. However, such person may be:

- a) temporarily stood down on full pay whilst an investigation is underway;
- b) transferred temporarily to another role or work location if appropriate in the circumstances; and/or
- c) subject to such other reasonable direction.

A person implicated in a disclosure has the right to be informed of the allegations against them and must be given a fair and reasonable opportunity to respond. They are also entitled to have a support person and/or legal representative present at any interview and/or meeting.

In the event that the implicated person is exonerated from any wrongdoing, the LIV will ensure that person is supported to return to their position or its equivalent and is provided with all other necessary support.

## **15. HOW WE MANAGE INVESTIGATION OUTCOMES**

The findings of the investigation will be provided to People and Culture and/or the Audit and Risk Committee for determining what, if any, action should be taken.

If appropriate, and subject to any applicable legal, privacy or other restraints, the whistleblower may be notified of the conclusion of the investigation, the outcome and any further action taken.

Action taken following the investigation will be at the discretion of the LIV or in accordance with any legislative requirements, and may include disciplinary action and/or referral of the matter to any regulatory or law enforcement authority.

## **16. CONFIDENTIALITY AND RECORD KEEPING**

The LIV will make all reasonable efforts to ensure the identity of a whistleblower remains confidential from the time of reporting and through the investigation process. A whistleblower's identity will not be disclosed unless:

- The whistleblower consents to the disclosure
- Disclosure is required or allowed by law
- Disclosure is necessary to prevent a serious threat to any person's health or safety
- Disclosure is necessary for the reporting of the disclosure to a government agency or authority, such as ASIC, APRA or the Australian Federal Police
- Disclosure is necessary to protect or enforce the LIV's legal rights or interests or defend any claims.

The LIV will assume that by making a disclosure under this Policy, a whistleblower, consents to their identity being divulged to a Whistleblower Protection Officer so that they may manage and investigate the disclosure (see *How we investigate reports* above). If the Whistleblower does not consent to their identity being divulged, they should advise the eligible recipient at the time of making the disclosure.

When a disclosure is investigated it may be necessary to reveal the substance of the report to relevant persons within the LIV, external persons involved in the investigation process and, in appropriate circumstances, regulatory bodies and law enforcement agencies.

The LIV will take all reasonable steps to store any records relating to a disclosure securely and to restrict access to authorised persons only on a need to know basis.

The obligation of confidentiality concerning a whistleblower's identity extends to all persons who are aware of that identity.

The unauthorised disclosure of information concerning a report or investigation that could prejudice confidentiality and identify a whistleblower will be regarded seriously and may result in disciplinary action, up to and including dismissal. Such unauthorised disclosure may also be in contravention of the law, in which case the matter will be referred to the relevant law enforcement authorities.

The Act also provides for imprisonment and fines for persons who breach the confidentiality obligations concerning a whistleblower's identity.

## **17. FALSE REPORTS**

Where a person knowingly makes a false report of reportable conduct, or otherwise fails to act honestly with reasonable belief in respect of the report, disciplinary action may be taken, up to and including dismissal. The matter may also be referred to external agencies and law enforcement authorities if applicable.

## **18. WHAT HAPPENS IF THIS POLICY IS BREACHED?**

Non-compliance with this Policy is viewed seriously. A WPO should be notified about any breach of this Policy or conduct which is inconsistent with it. Failure to comply with the policy is considered to be misconduct and may result in an investigation, followed by disciplinary action, up to including dismissal. Such conduct may also be in contravention of the law, in which case the matter will be referred to the relevant law enforcement authorities.

## **19. RESOURCES**

*Corporations Act 2001* (Cth)

*Taxation Administration Act 1953* (Cth)

*Banking Act 1959* (Cth)

*Insurance Act 1973* (Cth)

*Life Insurance Act 1995* (Cth)

*Superannuation Industry (Supervision) Act 1993* (Cth)

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

Australian Securities and Investment Commission

Australian Prudential Regulatory Authority

## **20. POLICY VERSION AND REVISION INFORMATION**

Policy owner:	Company Secretariat and People and Culture
Policy authorised by:	Audit and Risk Committee
Issued:	21/ November/2019
Current version:	1
Review date:	1/07/2022

*This policy shall be reviewed annually to ensure that it meets the requirements of legislation and the needs of the Board and the LIV. The Company Secretary is authorised to amend the names of the persons or bodies designated in the policy as required.*