



Whistleblower Policy

1. Policy statement

NAATI is committed to the highest standards of legal, ethical and moral behaviour and supports the disclosure by eligible whistleblowers of wrongdoing, including illegal, unethical, corrupt or other inappropriate conduct, as set out in this policy. This policy has been developed to comply with the obligations under Part 9.4AAA (*Protection for whistleblowers*) of the *Corporations Act 2001* (Cth) (Corporations Act). NAATI's internal processes and procedures for handling and investigating disclosures by eligible whistleblowers are set out in the Whistleblowing Procedures (a separate document).

2. Purpose

The purpose of this policy is to:

- (a) encourage disclosures of wrongdoing
- (b) help deter wrongdoing in accordance with NAATI's risk management and corporate governance framework
- (c) ensure individuals who disclose wrongdoing can do so safely, securely and with confidence that they will be protected and supported
- (d) ensure disclosures are dealt with appropriately and on a timely basis
- (e) provide transparency around NAATI's framework for receiving, handling and investigating disclosures
- (f) support NAATI's values of respect, integrity and professionalism and NAATI's Code of Conduct
- (g) support NAATI's long-term sustainability and reputation, and
- (h) meet NAATI's legal and regulatory obligations.

3. Scope

This policy applies to disclosers within and outside NAATI who can make a disclosure that qualifies for protection under the Corporations Act, i.e., 'eligible whistleblowers'.

Who is an 'eligible whistleblower'?

An eligible whistleblower is an individual who is, or has been, any of the following in relation to NAATI:

- (a) an officer and employee (e.g., current and former employees who are permanent, part-time, fixed term or temporary, managers, and Directors)
- (b) a supplier of goods or services to NAATI (whether paid or unpaid), including their employees (e.g., current and former contractors, consultants, service providers and business partners), and

- (c) a relative, dependant or spouse of an individual listed above (e.g., relatives, dependants or spouse of current and former employees, contractors, consultants, service providers, suppliers and business partners).

Personal work-related grievances

Disclosures that relate solely to personal work-related grievances, and that do not relate to detriment or threat of detriment to the discloser, do not qualify for protection under the Corporations Act. Personal work-related grievances are grievances that relate to the discloser's current or former employment with NAATI and have, or tend to have, implications for the discloser personally, but do not:

- (a) have any other significant implications for NAATI, or
- (b) relate to any conduct or alleged conduct about a disclosable matter.

Personal work-related grievances include grievances such as:

- (a) an interpersonal conflict between the discloser and another employee
- (b) a decision that does not involve a breach of workplace laws
- (c) a decision about the promotion of the discloser
- (d) a decision about the terms and conditions of employment of the discloser, or
- (e) a decision to suspend or terminate the employment of the discloser, or otherwise to discipline the discloser.

A disclosure about, or including, a personal work-related grievance still qualifies for protection if:

- (a) the disclosure includes information about misconduct, or information about misconduct includes or is accompanied by a personal work-related grievance
- (b) NAATI has breached employment or other laws punishable by imprisonment for a period of 12 months or more, engaged in conduct that represents a danger to the public, or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances
- (c) the discloser suffers from or is threatened with detriment for making a disclosure, or
- (d) the discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act.

What is a 'disclosable matter'?

A person may disclose any information that the person has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances, in relation to NAATI. A 'disclosable matter' includes any conduct that is:

- (a) dishonest
- (b) corrupt (accepting or offering a bribe, or facilitating payments or such other benefits)
- (c) fraudulent
- (d) illegal (including theft or property damage)

- (e) in breach of regulation, NAATI policies or NAATI's Code of Conduct
- (f) improper conduct relating to accounting, internal controls, compliance or audit
- (g) a serious impropriety or an improper state of affairs or circumstances
- (h) endangering health or safety
- (i) a serious mismanagement of NAATI's resources
- (j) detrimental to NAATI's financial position
- (k) detrimental to NAATI's reputation
- (l) maladministration (an act or omission of a serious nature that is negligent, unjust, oppressive, discriminatory or is based on improper motives), and
- (m) concealing reportable conduct.

Disclosable matters usually relate to the conduct of employees or Directors. However, disclosable matters may relate to the actions of a third party, such as a funder, customer, supplier, or service provider. Disclosable matters include conduct that may not involve a contravention of a particular law.

What information is needed to make a report of wrongdoing?

To make a protected report of wrongdoing an individual must know or have reasonable grounds to suspect the wrongdoing. For a report to be investigated, the report must contain enough information to form a reasonable basis for investigation. Therefore, an individual should provide as much information as possible. This includes any known details about the events underlying the report such as the:

- (a) date
- (b) time
- (c) location
- (d) name or person or persons involved
- (e) possible witnesses to the event, and
- (f) evidence of the events (e.g., documents, emails).

In the report, the individual should include any steps that may have already been taken by the person to report the matter elsewhere or to resolve the concern.

Who can receive a disclosure?

For the protections under the whistleblower protection laws to apply, a disclosure must be made directly to an 'eligible recipient'. These people are set out below as NAATI's authorised recipients. If a person is an eligible whistleblower, the disclosure qualifies for protection from the time it is made to an eligible recipient, regardless of whether the discloser or the recipient recognises that the disclosure qualifies for protection at that time.

Eligible recipients within NAATI

NAATI encourages a discloser to make a disclosure internally to NAATI's authorised recipients as set out below.

<p>Chair</p> <p>National Accreditation Authority for Translators and Interpreters Ltd PO Box 223 Deakin West ACT 2600 board@naati.com.au</p>
<p>Chief Executive Officer</p> <p>National Accreditation Authority for Translators and Interpreters Ltd PO Box 223 Deakin West ACT 2600 mark.painting@naati.com.au</p>
<p>Company Secretary</p> <p>National Accreditation Authority for Translators and Interpreters Ltd PO Box 223 Deakin West ACT 2600 georgina.fargher@naati.com.au</p>

While NAATI encourages disclosures to NAATI's authorised recipients, if it relates to the Chief Executive Officer or a Director of NAATI, it should be raised directly with the Chair of NAATI, who may be contacted as above.

If a discloser does not feel comfortable raising their disclosure with an authorised recipient, the discloser may raise their disclosure with any of the following:

- (a) an officer or senior manager of NAATI, or
- (b) the auditors of NAATI (including a member of an audit team conducting an audit).

Disclosure to external regulatory bodies

While it is NAATI's preference for disclosures to be made internally, an eligible whistleblower may choose to raise disclosable matters outside of NAATI with the Australian Securities and Investments Commission (ASIC), Australian Prudential Regulation Authority (APRA) or another Commonwealth body prescribed by regulation.

Disclosure to a legal practitioner

A report of a disclosable matter will also be protected if it is to a legal practitioner for the purpose of taking legal advice or legal representation in relation to the operation for the whistleblower provisions in the Corporations Act.

Public interest disclosures

There is an additional category of disclosures called ‘public interest disclosures’ that qualify for protection. These may be made to journalists and members of Parliament but only if the eligible whistleblower complies with the following strict requirements:

- (a) the eligible whistleblower must have first made a qualifying disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation
- (b) at least 90 days has passed since the qualifying disclosure was made
- (c) the eligible whistleblower does not have reasonable grounds to believe that action is being, or has been, taken to address the matters to which the qualifying disclosure related
- (d) the eligible whistleblower has reasonable grounds to believe that making a public interest disclosure would be in the public interest
- (e) after 90 days has passed, the eligible whistleblower must give the body to which the qualifying disclosure was originally made, a written notification that: (i) includes sufficient information to identify the qualifying disclosure; and (ii) states that the eligible whistleblower intends to make a public interest disclosure, and
- (f) the extent of the information disclosed in the public interest disclosure is no greater than to inform the journalist or member of Parliament of the misconduct or improper state of affairs or circumstances, or other conduct falling within the scope of the whistleblower protection laws.

Emergency disclosures

There is an additional category of disclosures called ‘emergency disclosures’ that qualify for protection. These may be made to journalists and members of Parliament but only if the discloser complies with the following strict requirements:

- (a) the discloser must have first made a qualifying disclosure to ASIC, APRA or another Commonwealth body prescribed by regulation
- (b) the discloser has reasonable grounds to believe that information concerns a substantial and imminent danger to the health or safety of one or more persons or to the natural environment
- (c) the discloser gave notice to the body to which the qualifying disclosure was made that states: (i) that they intend to make an emergency disclosure; and (ii) includes sufficient information to identify the qualifying disclosure, and
- (d) the extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the journalist or member of Parliament of the substantial and imminent danger.

Anonymous disclosures

While NAATI encourages a discloser to identify themselves to the person to whom they report the wrongdoing, a discloser may choose to report their concerns anonymously. A discloser may adopt a pseudonym for the purpose of their disclosure. If a disclosure comes from an email address from which the person’s identity cannot be determined, and the discloser does not identify themselves in the email, NAATI will treat that disclosure as an anonymous disclosure.

4. Protections

Where a person has reasonable grounds to suspect wrongdoing, even if it turns out the concerns are mistaken, NAATI will support and protect the person and anyone else assisting in the investigation.

NAATI will not tolerate any detriment inflicted on a person because they or somebody else has made or may make a report of wrongdoing.

Examples of detriment include:

- (a) retaliation, dismissal, suspension, demotion, or termination
- (b) bullying, harassment, threats or intimidation
- (c) discrimination, subject to current or future bias, or derogatory treatment
- (d) harm or injury
- (e) damage to the person's financial position or reputation
- (f) revealing the identify as a whistleblower without the person's consent or contrary to law, or
- (g) threatening to carry out any of the above actions.

This protection applies regardless of whether any concerns raised in a report are found to be true, provided that the person is acting honestly and ethically and made the report on reasonable grounds.

This protection also applies to individuals conducting, assisting or participating in an investigation. An individual will also be entitled to the protection if a report of wrongdoing is made to an external body under this policy.

Any person found to be victimising or disadvantaging another individual for making a disclosure under this policy will be disciplined and may be dismissed or subject to criminal or civil penalties.

If a discloser believes they have suffered a detriment in violation of this policy, that should be reported to a person authorised by NAATI to receive a whistleblower disclosure (as set out above) or an external body under this policy.

Any person engaging in detrimental conduct may be subject to serious consequences, including disciplinary action and/or termination of engagements or contracts, as applicable. They may also be subject to civil and criminal penalties.

A person may be entitled to the following legal protections for making a report:

- (a) protection from civil, criminal or administrative legal action
- (b) protection from having to give evidence in legal proceedings, and/or
- (c) compensation or other legal remedy.

5. Confidentiality

A discloser may choose to remain anonymous while making a disclosure, over the course of an investigation and after an investigation is finalised. NAATI will do all it can to protect confidentiality. However, NAATI encourages individuals to disclose their identity when raising a concern. This will assist NAATI to gather further information on the disclosure.

If an individual chooses to disclose their identity, their details will be treated confidentially, and NAATI will take measures to protect the individual's identity such as by:

- (a) redacting the individual's personal information
- (b) storing the individual's information and disclosure securely
- (c) referring to the individual in a gender-neutral context, and
- (d) only allowing authorised NAATI staff to investigate the disclosure.

If a discloser chooses to disclose their identity, their details will be treated confidentially, and their identity will not be disclosed unless:

- (a) the person consents in writing to the disclosure
- (b) the disclosure is made to ASIC, APRA or the Australian Federal Police
- (c) the disclosure is made to a legal practitioner for the purpose of obtaining advice
- (d) the disclosure is authorised under the Corporations Act, and/or
- (e) disclosure is necessary to prevent or lessen a threat to a person's health, safety or welfare.

It is illegal for a person to identify a discloser or disclose information that is likely to lead to the identification of the discloser, unless an exception as set out above applies. If a discloser believes that their confidentiality has been breached, they may lodge a complaint with ASIC, APRA or another Commonwealth body prescribed by regulation, for investigation. NAATI may also take disciplinary action against individuals who breach confidentiality of a discloser, including summary dismissal.

False reports or disclosures

Protected disclosures must be made on reasonable grounds. Any person who knowingly makes a false report of wrongdoing may be subject to disciplinary action, including dismissal. The disciplinary action will depend on the severity, nature and circumstances of the false disclosure.

6. Fair treatment of individuals mentioned in a disclosure

NAATI will ensure the fair treatment of employees of NAATI who are mentioned in a disclosure that qualifies for protection, including those who are the subject of a disclosure, by ensuring that:

- (a) disclosures will be handled confidentially, when it is practical and appropriate in the circumstances
- (b) each disclosure will be assessed and may be the subject of an investigation
- (c) the objective of an investigation is to determine whether there is enough evidence to substantiate or refute the matters reported
- (d) when an investigation needs to be undertaken, the process will be objective, fair and independent

- (e) an employee who is the subject of a disclosure will be advised about the subject matter of the disclosure as and when required by principles of natural justice and procedural fairness and prior to any actions being taken, and
- (f) an employee who is the subject of a disclosure may contact NAATI support services, NAATI's Employee Assistance Program.

7. Handling and investigating a disclosure

NAATI will acknowledge receipt of a disclosure within a reasonable period, where the eligible whistleblower can be contacted, including through anonymous channels. NAATI will assess disclosures to determine whether:

- (a) they fall within the whistleblower protection laws, and
- (b) an investigation is required; and if so, how that investigation will be conducted.

If an investigation is required, NAATI will determine:

- (a) the nature and scope and timing of the investigation
- (b) who will lead the investigation - including whether an external investigation is appropriate
- (c) the nature of any technical, financial or legal advice that may be required to support the investigation, and
- (d) the anticipated timeframe for the investigation.

NAATI will keep the discloser informed of the steps taken or to be taken (or if no action is to be taken, the reason for this), and provide appropriate updates, including about the completion of any investigation. However, the extent of the information provided, or whether it will be provided at all, will be subject to applicable confidentiality considerations, legal obligations, and any other factors that NAATI considers relevant in the circumstances.

NAATI may not be able to undertake an investigation, or provide information about the process, if it is not able to contact the discloser. For example, if a disclosure is made anonymously and the discloser has not provided a means of contact.

8. Policy availability and further information on whistleblowing

This policy will be made available to officers and employees via the NAATI staff intranet and on NAATI's external website.

Further information about the whistleblowing protections under Part 9.4AAA of the Corporations Act and general information on whistleblowing may be found on the ASIC website.

Part IVD of the *Tax Administration Act 1953* (Cth) provides for protections for whistleblowers also. Further information about the protections under the tax whistleblower laws may be found on the ATO website.

This policy is not intended to go beyond the legislation.

9. Policy review

This policy shall be reviewed in accordance with NAATI's Schedule of Policies or as required. Any changes to this policy must be approved by the Board.

10. Related policies and documents

- *Corporations Act 2001* (Cth)
- Bullying and Harassment Policy
- Diversity and Inclusion Policy
- Internal Grievances and Dispute Resolution Policy
- NAATI Code of Conduct
- NAATI Values
- Privacy Policy
- Social Media Policy
- *Tax Administration Act 1953* (Cth)
- Whistleblowing Procedures

11. Approval

Date	History/Description	Policy Owner	Approval
15 March 2024	Version 3.0 – (a) redrafted to accord more closely with legal requirements; and (b) the process for handling and investigating a disclosure has been separated from this policy and included in a procedures document	Manager, Corporate Governance	Approved by the Board on 15 March 2024 (Meeting 174)
3 December 2021	Version 2.0 – Review of policy following ASIC letter to CEOs	Manager, Corporate Services & Governance/ Company Secretary	Approved by the Board on 3 December 2021 (Meeting 165)
17 December 2019	Version 1.0 – Initial Whistleblower Policy required under Corporations Act	Manager, Corporate Governance/Company Secretary	Approved by the Board out of session on 17 December 2019