



## WHISTLEBLOWER POLICY

**Adopted June 16, 2023**

**Updated August 2024**

As stewards of the public trust, all trustees, officers, employees, and volunteers of the United Board for Christian Higher Education in Asia (the “Organization”) are expected to ensure that the Organization and the individuals associated with it comply with high standards in financial accounting and reporting and engage in lawful and ethical behavior in all of the Organization’s dealings. This policy (the “Policy”), modeled on the requirements of Section 715-b of the New York Not-for-Profit Corporation Law, is intended to remind these individuals of this expectation, to encourage all to report any concerns about possible violations, to lay out procedures for reporting and investigating complaints, and to describe the protections afforded under the Policy. The Organization is also committed to complying with Section 740 of the New York Labor Law. For more information on Section 740, please see the “Notice of Employee Rights, Protections, and Obligations Under Labor Law Section 740,” posted on the Organization’s Intranet Portal.

The Organization’s Board of Trustees (the “Board”), or an authorized committee thereof, will oversee this Policy. The Board designates the President of the Organization, under the direction of the Board or an authorized committee thereof, to administer this Policy on its behalf and to report to the Board concerning such administration.

A copy of this Policy will be furnished to each member of the Board, officer, and employee of the Organization, and to volunteers who provide substantial services to the Organization.

### **I. Complaints**

If any trustee of the Board, officer, current or former employee, independent contractor (as limited by N.Y. Labor Law §740(1)(a)), or volunteer (a “Reporter”) knows or has good faith or reasonable belief that persons associated with the Organization have engaged or plan to engage in illegal, unethical, or fraudulent conduct, or conduct that is contrary to the Organization’s policies, such person is expected to file a complaint immediately.

### **II. Procedure for Reporting Complaints**

Complaints may be reported on a confidential, anonymous basis, orally or in writing, giving as much detail as possible, to the President of the Organization or such other officer of the Organization as the President may determine (the “Officer”) or, *IntegrityCounts*, an external service provider. If the complaint concerns the Officer, please report to a designated alternate (the “Alternate”) or *IntegrityCounts*. Contact information for the Officer, the Alternate, and

*IntegrityCounts* are included in Section VI. Upon receiving a verbal complaint, the Officer, the Alternate, or *IntegrityCounts*, as applicable, will promptly prepare a written summary of the complaint, including as much detail as possible.

*Handling of Complaints Received:*

- All non-anonymous complaints will be acknowledged promptly by the Officer who is designated to receive complaints.
- The individual who receives the complaint, if not the Officer, will report it to the Officer or, if the complaint concerns the Officer, to the Alternate or *IntegrityCounts* as identified in Section VI.
- The complaint will be reviewed, possibly with counsel, and investigative action will be undertaken as promptly as possible.
- The Officer or the Alternate, as applicable, will decide on further actions to be recommended to the Board, including additional investigation and/or legal or disciplinary action.
- The Officer or the Alternate, as applicable, will report to the Board any complaint that has been determined to be credible and material. This report will generally include a copy of the complaint and the date and nature of the complaint. It will also describe the conduct and status of any investigation and any recommendations to address the complaint.

### **III. Action on Complaints**

The Organization will take appropriate action in response to any complaints, including disciplinary action against any person who, in the Organization's assessment, has engaged in illegal, unethical, or fraudulent conduct, or conduct contrary to the Organization's policies, and, where appropriate, reporting of such misconduct to the relevant civil, criminal, or administrative authorities.

In addition, any person who is the subject of a complaint made pursuant to this Policy may not be present at or participate in any Board or committee deliberations or votes on the matter relating to the complaint. However, the Board or authorized committee thereof may request that such person present background information or answer questions at a meeting of the Board or authorized committee thereof prior to the commencement of deliberations or voting.

### **IV. Protection under the Policy**

No Reporter who, in good faith or upon reasonable belief, reports any action or suspected action taken by or within the Organization that is illegal, fraudulent, unethical, or in violation of any adopted policy of the Organization shall suffer intimidation, harassment, discrimination, or other retaliation or, in the case of employees, adverse employment consequences.

Any trustee, officer, employee, volunteer, or other agent of the Organization who retaliates against a Reporter for reporting a complaint in good faith or upon reasonable belief pursuant to this Policy will be subject to disciplinary action, up to and including termination from employment or removal from office or from the Board. Any Reporter who deliberately or maliciously provides false information may be subject to disciplinary action, up to and including termination of employment or removal from office or from the Board.

This Policy does not create a promise or contract by the Organization, and it may be amended at any time without prior notification. Employment at the Organization is at will and nothing in this Policy should be interpreted as in any way limiting such at-will relationship.

## **V. Confidentiality**

In conducting its investigations and in reporting complaints, the Organization will strive to keep as confidential as possible the identity of any complainant or any individual who provides information during or otherwise participates in or assists an investigation, except that the Organization may share such information as it deems necessary with appropriate Organization personnel, advisors, law enforcement officers, or as may be required by law.

## **VI. Contact Information**

### **Officer**

Name: Pareena G. Lawrence  
Address: 475 Riverside Drive, Suite 1221, New York, NY 10115, USA  
Phone: 212-870-2600  
Email: [pglawrence@unitedboard.org](mailto:pglawrence@unitedboard.org)

### **Alternate**

Name: Kah-Jin Jeffrey Kuan  
Address: 47 Del Mar Avenue, Berkeley, CA 94708, USA  
Phone: 909-784-8270  
Email: [jkuan@cst.edu](mailto:jkuan@cst.edu)

### **External Service Provider**

Name: *IntegrityCounts* (WhistleBlower Security Inc.)  
Phone: USA: 866-921-6714  
Hong Kong: 800-903-704  
India: 800-100-7980  
Website: <https://integritycounts.ca/org/unitedboard>  
Email: [unitedboard@integritycounts.ca](mailto:unitedboard@integritycounts.ca)