



Wild Sheep Foundation, Inc.

Whistleblower Policy

1.0 Purpose

The purpose of this Policy is to encourage Wild Sheep Foundation (WSF) employees, Directors, Officers, and certain Committee Members (hereafter referred to as “reporting individuals”) to report any suspected wrongdoing associated with the Foundation and to ensure the reporting individuals that retaliation for reporting wrongdoing will not be tolerated and will be dealt with accordingly.

2.0 Background

The WSF is a nonprofit corporation exempt from tax as an organization described in Section 501(c)(3) of the Internal Revenue Code. The Foundation promotes ethical conduct, transparency, and compliance with the law.

The WSF Bylaws establish the grounds for ethics complaints and the Director’s Code of Ethics. The WSF Ethics Policy and Procedures defines how ethics complaints are processed, how the Director’s Code of Ethics is enforced, and how disciplinary actions may be taken by the Foundation. The WSF Ethics Policy and Procedure governs ethics complaints against members, Chapters and Affiliates, exhibitors and donors, and Directors.

This Policy provides an alternate method to the Ethics Policy and Procedures for employees, Directors, Officers, and certain Committee Members to report suspected wrongdoing within the Foundation. The intent of this Policy is to provide those individuals closest to the internal operations of the Foundation, in particular the financial operations, a convenient method of reporting suspected wrongdoing without the formality of filing an Ethics Complaint.

3.0 Reporting Wrongdoing

Should any employee, Director, Officer, or selected Committee Member know of, or have a suspicion about, illegal or unethical conduct in connection with the finances or other aspect of the Foundation's operations, that person should inform the President and CEO. If the alleged wrongdoing concerns the President and CEO, then the Chairman of the Board or the Chairman of the Ethics Committee should be notified instead.

3.0 Investigation

Should the President/CEO, Board Chairman, or Ethics Committee Chairman receive information regarding alleged illegal or unethical conduct in connection with the finances or other aspect of operations, he/she shall inform the Board of Directors. The Board of Directors shall investigate all credible allegations and take action(s) as appropriate. The handling of all allegations will be conducted in a manner respecting the privacy and reputation of individuals involved.

4.0 No Retaliation

No employee, Director, Officer, or Committee Member shall knowingly retaliate against a reporting individual because he/she has disclosed alleged wrongful conduct to a public body or to the Foundation or participated in an investigation of alleged wrongful conduct. If the person providing the information requests anonymity, this request will be respected to the extent doing so does not impede any investigation. Any employee who is found to have violated this policy shall be subject to discipline up to and including termination. Any Director, Officer, or Committee Member who is found to have violated this policy shall be subject to removal from his/her position and membership with the Foundation.

5.0 Complaining of Retaliation

Any employee, Director, Officer, or Committee Member who believes he/she has been retaliated against because of his or her prior disclosure of alleged wrongful conduct or participation in an investigation of alleged wrongful conduct should report the alleged retaliation to the President and CEO, Board Chairman, or Ethics Committee Chairman who will take said complaint to the Board. The Board will review the complaint, determine whether the allegation is true, and will take corrective action(s) as appropriate.

6.0 False Allegations

Any person who knowingly makes false allegations of alleged wrongful conduct shall be subject to discipline, up to and including termination of employment and/or removal from their position and membership with the Foundation.

7.0 Policy Not a Defense

An employee, Director, Officer, or Committee Member against whom an adverse personnel action has been taken for legitimate reasons may not use this Policy as a defense. It shall not be a violation of this Policy to take adverse action against an employee, Director, Officer, or Committee Member whose conduct or performance warrants that action.