



Whistleblower Policy

General

The Rules of Conduct (the “Code,” located on page 28 of the Personnel Manual) of Variety Child Learning Center (“VCLC”) requires trustees, officers, employees and volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of the organization must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

The objectives of VCLC’s Whistleblower Policy are to establish policies and procedures for:

- The submission of concerns by trustees, officer, employees, volunteers and other stakeholders of VCLC, on a confidential and anonymous basis, regarding (i) questionable or improper accounting or auditing matters or (ii) actions or suspected actions that are illegal, fraudulent or in violation of the Code;
- The receipt, retention, and treatment of complaints received by VCLC regarding such submissions; and
- The protection of trustees, officers, employees and volunteers reporting concerns from retaliatory actions.

The Corporation shall provide a copy of this policy to all trustees, officers, employees and volunteers of the Corporation.

Reporting Responsibility

Each trustee, officer, employee and volunteer of VCLC has an obligation to report in accordance with this Whistleblower Policy (a) questionable or improper accounting or auditing matters, and (b) actions and suspected actions that are illegal, fraudulent or in violation of the Code (collectively, the “Concerns”).

Authority of Audit and Finance Committee

All reported Concerns will be forwarded to the Audit and Finance Committee in accordance with the procedures set forth herein. The Audit and Finance Committee shall be responsible for investigating, and making appropriate recommendations to the Board of Trustees, with respect to all reported Concerns.

No Retaliation

This Whistleblower Policy is intended to encourage and enable trustees, officers, employees and volunteers to raise Concerns within the organization for investigation and appropriate action. With this goal in mind, no trustee, officer, employee or volunteer who, in good faith, reports a Concern shall be subject to intimidation, harassment, discrimination or other retaliation including, in the case of an employee, adverse employment consequences. Moreover, an employee or volunteer who retaliates against someone who has reported a Concern in good faith is subject to discipline up to and including termination of employment or dismissal from the volunteer position, as applicable.

Reporting Concerns

Employees

Employees may discuss their Concern with their immediate supervisor. If, after speaking with his or her supervisor, the individual continues to have reasonable grounds to believe the Concern is valid, the individual should report the Concern to

the Compliance Officer. In addition, if the individual is uncomfortable speaking with his or her supervisor, or the supervisor is a subject of the Concern, the individual should report his or her Concern directly to the Compliance Officer.

If the Concern was reported verbally to the Compliance Officer, the reporting individual, with assistance from the Compliance Officer, shall reduce the Concern to writing. The Compliance Officer is required to promptly report the Concern to the Chairperson of the Audit and Finance Committee, who has specific and exclusive responsibility to investigate all Concerns. If the Compliance Officer, for any reason, does not promptly forward the Concern to the Audit and Finance Committee, the reporting individual should directly report the Concern to the Chairperson of the Audit and Finance Committee. Contact information for the Chairperson of the Audit and Finance Committee may be obtained through the Compliance Officer. Concerns may also be submitted anonymously. Such anonymous Concerns should be in writing and sent directly to the Chairperson of the Audit and Finance Committee.

Trustees and Other Volunteers

Trustees and other volunteers should submit Concerns in writing directly to the Chairperson of the Audit and Finance Committee. Contact information for the Chairperson of the Audit and Finance Committee may be obtained from the Chief Financial Officer.

Handling of Reported Violations

The Audit and Finance Committee shall address all reported Concerns. The Chairperson of the Audit and Finance Committee shall immediately notify the Audit and Finance Committee, Chief Executive Officer, and Chief Financial Officer of any such report. The Chairperson of the Audit and Finance Committee will notify the sender and acknowledge receipt of the Concern within five business days, if possible. It will not be possible to acknowledge receipt of anonymously submitted Concerns.

All reports will be promptly investigated by the Audit and Finance Committee, and appropriate corrective action will be recommended to the Board of Trustees, if warranted by the investigation. In addition, action taken must include a conclusion and/or follow-up with the complainant for complete closure of the Concern.

The Audit and Finance Committee has the authority to retain outside legal counsel, accountants, private investigators, or any other resource deemed necessary to conduct a full and complete investigation of the allegations.

Acting in Good Faith

Anyone reporting a Concern must act in good faith and have reasonable grounds for believing the information disclosed indicates an improper accounting or auditing practice or a violation of the Code. The act of making allegations that prove to be unsubstantiated, and that prove to have been made maliciously, recklessly, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in discipline, up to and including termination of employment or dismissal from the volunteer position. Such conduct may also give rise to other actions, including civil lawsuits.

Confidentiality

Reports of Concerns, and investigations pertaining thereto, shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Disclosure of reports of Concerns to individuals not involved in the investigation will be viewed as a serious disciplinary offense and may result in discipline, up to and including termination of employment. Such conduct may also give rise to other actions, including civil lawsuits.