

## **U.S. Masters Swimming Whistleblower Policy**

The Whistleblower Policy is intended to provide a mechanism for the reporting of illegal activity or the misuse of U.S. Masters Swimming assets while protecting the employees who make such reports from retaliation.

### **Questionable Conduct**

This policy is designed to address situations in which an employee suspects another employee has engaged in questionable conduct or illegal acts involving USMS's assets. This conduct includes, but is not limited to, outright theft (of equipment or cash), fraudulent expense reports, misstatements of any accounts to any manager or to USMS's auditors, or even an employee's conflict of interest that results in financial harm to USMS. USMS encourages staff to report such questionable conduct and will to the best of its ability allow such reports to be done confidentially.

### **Making a Report**

If an employee suspects illegal conduct or conduct involving misuse of USMS assets or in violation of the law, he or she may report it, anonymously if the employee wishes, and will be protected against any form of harassment, intimidation, discrimination or retaliation for making such a report in good faith.

Employees can make a report to any of the following USMS executives at any time: Chief Executive Officer ("CEO"), President, Secretary, or Audit Committee Chair. USMS will conduct an investigation into matters reported, keeping the informant's identity as confidential as possible consistent with our obligation to conduct a full and fair investigation.

### **No Retaliation**

An employee who has made a report of suspicious conduct and who subsequently believes he or she has been subjected to retaliation of any kind by any USMS employee is directed to immediately report it to the CEO. If the report involves the CEO, the matter should immediately be reported to the President, Secretary, or Audit Committee Chair.

Reports of retaliation will be investigated in a manner intended to protect confidentiality as much as practicable, consistent with a full and fair investigation. The party conducting the investigation will notify the employee of the results of the investigation.

USMS disapproves of and will not tolerate any form of retaliation against employees who report concerns in good faith regarding USMS's operations. Any employee who engages in such retaliation will be subject to discipline up to and including termination. A Board or committee member who engages in such retaliation may be subject to removal from such position.

### **USMS Reporting Procedures**

The whistleblower procedure is intended to describe the process through which concerns about the possible misuse of USMS assets are handled pursuant to USMS's Whistleblower Policy.

- A. An employee makes a report of suspected misuse of USMS assets by reporting it, in person or anonymously, to the CEO, President, Secretary, or Audit Committee Chair.

- B. The report is promptly reviewed to determine whether the report constitutes a complaint or a noncomplaint.
1. A *complaint* means any report involving: (a) questionable accounting, auditing, financial reporting or internal controls; (b) suspected fraud, theft, or improper use of company assets; (c) a violation of USMS's conflict-of-interest policy that results in a financial harm to USMS; or (d) a claim of retaliation against any employee making a good-faith report regarding any of the preceding matters.
  2. A *noncomplaint* means a report of any other matter not involving a misuse of USMS's assets.
- C. If the report is deemed to be a complaint, it will be promptly investigated and forwarded to the President. If the report is deemed to be a noncomplaint, it will be referred to the appropriate executive or manager for follow-up. Some noncomplaints may involve serious matters and may require investigation, but may nevertheless not involve misuse of USMS's assets.
- D. Each complaint is fully investigated, and as far as possible handled so as to protect the privacy of the employee making the complaint. A written report of the outcome of each investigation is prepared and delivered to the CEO and President. The report may also be provided to the Chief Financial Officer, Treasurer, Audit Committee Chair, and/or USMS's auditors, as appropriate.
- E. The CEO or President decides whether the report involves a matter that is material. If it is deemed material, it is reviewed by a Board panel pursuant to USMS 403.9, which may forward it for disposition to the Board or may direct senior management to take actions to resolve the situation. If the report is deemed nonmaterial, it is not reviewed by the Board panel, but is instead addressed by the CEO or President, as appropriate.

Approved by the USMS Board of Directors on October 23, 2017.