



Australian Automobile Association

Policy: Whistleblower

1. Purpose

The purpose of this policy is to provide a framework which helps identify instances of wrongdoing and provide guidance on how to raise a concern about suspected or actual unethical or unlawful behaviour.

This policy provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation, disadvantage, or reprisal.

2. Scope

This policy applies to any person employed by the Australian Automobile Association (AAA). This Policy is subject, where relevant, to the whistleblowing provisions in the Corporations Act 2001 (Cth), the Taxation Administration Act 1953 (Cth), the relevant ASIC Regulatory Guide, APRA Standards and the AAA's the disciplinary and termination policy and the code of conduct.

This Policy does not apply to:

- personal work-related grievances unless it has resulted in detriment, or threat of detriment, to the Whistleblower (e.g. an interpersonal conflict between the Whistleblower and another Employee is not covered under this Policy, however, threatened disciplinary action for lodging a Whistleblower Report would be covered);
- decisions about the engagement, transfer, or promotion of an employee; or
- decisions about the terms and conditions of engagement of an employee.

3. Definitions

Director means a director of the AAA entity.

Employee includes any:

- i. current or former employee of AAA,
- ii. contractors, suppliers, consultants, and agents (including their employees); and
- iii. the relatives, dependants or spouses of those individuals referred to at (i) and (ii) above.

AAA means the Australian Automobile Association.

Whistleblower refers to any person who reports a matter under this Policy.

Whistleblower Protection Officer (WPO) is the Managing Director.

Whistleblower Investigation Officer (WIO) is the Director – Corporate Services.

Manager refers to an employee's immediate manager or Director to whom that employee reports and is accountable.

4. Policy

The AAA encourages a culture of speaking up and coming forward if a person is aware, has knowledge of, or reasonably suspects, that someone has, or will, commit Reportable Conduct.

5. Reportable Conduct

You may make a report under this Policy if you have reasonable grounds to suspect that an Employee (or other person who has business dealings with AAA) has engaged in contravention of a law or inappropriate reportable conduct, for example:

- dishonest, fraudulent, corrupt, or illegal behaviour;
- unethical or improper conduct or behaviour;
- conduct or an activity that endangers the health & safety of any person;
- conduct that is considered a significant danger to the environment;

- coercion, harassment, or discrimination by, or affecting, an Employee;
- a repeated intentional breach of AAA policy or procedures;
- gross mismanagement or misuse of AAA assets;
- conduct that is contrary to the AAA's Code of Conduct;
- a breach of any legislation or code relating to AAA's operations or activities;
- improper or misleading accounting and financial reporting practices; or
- conduct that compromises the integrity of AAA's systems or the data held in them.

The process for reporting matters (including persons to whom matters can be reported) is set out in 8. How to make a report.

6. Protection, Anonymity and Confidentiality

If you make a report in accordance with this Policy, you will be entitled to the following protections:

- you will be immune from any civil, criminal, or administrative legal action (including disciplinary action) for making the disclosure;
- no contractual or other remedies may be enforced, and no contractual or other right may be exercised, against you for making the report;
- in some circumstances, the reported information is not admissible against you in criminal proceedings or in proceedings for the imposition of a penalty;
- anyone who causes or threatens to cause detriment to you or another person in the belief or suspicion that a report has been made, or may have been made, may be guilty of an offence and may be liable for damages;
- your identity cannot be disclosed to a Court or tribunal except where considered necessary;
- the person receiving the report commits an offence if they disclose the substance of the report or your identity either without your consent or contrary to the requirements set out in 9. How the report will be investigated; and

- you will not be discriminated against or disadvantaged in your employment or engagement with AAA, even if the report is subsequently determined to be incorrect or not substantiated.

All reasonable steps will be taken to ensure that you will not be subject to any form of detrimental conduct. Examples include victimisation, discrimination, harassment, demotion, alterations of duties, damage to property or reputation and dismissal or prejudice.

Disciplinary action may be taken against anyone who subjects you to victimisation, discrimination, bias, harassment, demotion, or dismissal as a result of your legitimate reporting of a matter under this Policy.

The AAA will provide the following support if required and appropriate:

- connecting you with the Employee Assistance Program;
- appointing an independent support person to deal with any ongoing concerns you may have; or
- connecting you to third party support providers such as Lifeline (13 11 14) and Beyond Blue (1300 22 4636).

You can choose to remain anonymous or adopt a pseudonym while making a disclosure, over the course of the investigation and after the investigation is finalised. You may refuse to answer questions that you feel could reveal your identity during follow-up conversations.

In instances where a disclosure is made to AAA via an email address or by phone where the identity cannot be determined and the Whistleblower has not identified themselves within the email or on the phone, the AAA will treat this disclosure as anonymous.

In some circumstances it may be difficult for the AAA to properly investigate anonymous reports. If authorities take further legal action on the reported matter, it may become necessary for you to identify yourself. If you wish to benefit from statutory protections provided to whistleblowers (for example, under the Corporations Act 2001), you may also have to disclose your name. In these instances, the AAA will continue to ensure that you are protected from reprisal, intimidation, fear, or disadvantage.

If you believe your identity has been disclosed, you can immediately report the incident to either the AAA President or the Chairman, (see How to report for contact details), for investigation.

You are encouraged to seek legal advice as you may be entitled to seek compensation and other remedies through the courts if:

- you suffer loss, damage, or injury because of a disclosure; and
- the AAA failed to prevent a person from causing the detriment or did not afford you protections as required by this Policy.

This Policy may not protect you if you are also involved in, or connected to, the improper conduct or illegal activity that is being reported.

7. AAA's Obligations and Commitments

The AAA will:

- provide this Policy to Employees as part of their onboarding;
- provide training to Eligible Recipients in the receiving and handling of disclosures;
- undertake general whistleblower awareness training as part of onboarding, and annual refresher training;
- provide the mechanisms for an Employee to raise a concern, anonymously if required, with an independent service provider.

It is a condition of employment with, or engagement by, AAA that all employees, officers, councillors, directors, and contractors comply with this Policy.

This Policy will be made available to officers and Employees through the AAA website.

8. How to make a report?

Prior to reporting a matter under this Policy, a Whistleblower should consider whether the concern can be more appropriately escalated through:

- Your Direct Manager, or another Manager
- Another senior employee
- Any other responsible persons, as specified in this Policy.

If you wish to obtain addition information before reporting please speak to the WPO.

A Whistleblower can raise a Whistleblower Report, under this Policy, by reporting the matter to either:

- The AAA President or Chairman
President, Geoff Cosgriff,
email _____,
mobile _____
Chairman, Robert Slocombe,
email robert.slocombe@rac.com.au,
mobile _____

Reports concerning the CEO, WPO and/or WIO

If a report involves either, one or all of, the CEO, WPO or WIO, the report will be directed to the Chairman of AAA for investigation and further action.

Reporting to Eligible Recipients

If a Whistleblower is unable to use any of the above reporting channels, a disclosure can be made to:

- i. An “**Eligible Recipient**” these include:
 - Officers.
 - Directors;
 - Senior Managers;
 - Auditor or member of an audit team conducting an audit.
- ii. A Regulatory Authority, such as ASIC, APRA, ATO (where related to taxation matters) or other Commonwealth body prescribed by regulation.

An Eligible Recipient may direct the Whistleblower to make the report to the external Whistleblower service, or to the WPO, if they consider it appropriate in the circumstances.

Public Interest or Emergency Disclosures

A Whistleblower should contact an independent legal advisor before making a public interest disclosure or an emergency disclosure.

If a Whistleblower Report has been lodged with a regulatory body, the Whistleblower is permitted to make a public interest disclosure to a journalist or parliamentarian in the following circumstances;

- At least 90 days have passed since the disclosure was made to either ASIC, APRA, or another Commonwealth body;
- The Whistleblower does not have reasonable grounds to believe action is being taken;
- The Whistleblower has reasonable grounds to believe it is in the public interest to make an additional disclosure; and
- Before making the Public Interest Disclosure they have provided written notice to the body to which the previous disclosure was made of their intent to make a Public Disclosure.

An Emergency Disclosure can be made in instances where:

- The Whistleblower has previously made a disclosure to ASIC, APRA, or another Commonwealth body;
- The Whistleblower has reasonable grounds to believe that there is a substantial and imminent danger to the health or safety of people or the natural environment;
- Before making the Emergency Disclosure they have provided written notice to the body to which the previous disclosure was made of their intent to make an Emergency Disclosure; and
- The information provided in the Emergency Disclosure is no greater than is required to inform the journalist or parliamentarian of the substantial and imminent danger.

9. How the Report will be investigated.

All complaints through the Whistleblower process, will be managed by the WPO (unless inappropriate or otherwise agreed). If a conflict has been identified in the WPO's fulfillment of their role, these tasks may be delegated to an alternative senior manager or independent consultant for any particular complaint.

The WPO and WIO will act independently of each other, and the responsibilities of these roles will not reside with one person.

Investigations will generally be undertaken or co-ordinated by the WIO. The WIO may use an external investigator to conduct the investigation, either in conjunction with the WIO or independently. The WIO may also

use an external expert to assist with an investigation if deemed necessary.

An investigation may not be possible if the Whistleblower has chosen to remain anonymous or refused to provide a means of being contacted.

Each Whistleblower Report will be assessed to determine whether:

- It qualifies for protection; and
- A formal, in-depth investigation is required.

Once a Whistleblower Report is received the WPO will:

- Endeavour to commence addressing the matter within 5 business days.
- Assess the risk of detriment to the Whistleblower and provide appropriate support.
- Notify the relevant Managing Director and Chairs of the board and relevant Board Audit Committee.
- Consult with the WIO and/or other experts to seek guidance to determine the best way to handle the matter.
- Advise the Whistleblower within 5 business days on how it will be investigated (provided the Whistleblower has provided contact information).
- Where appropriate, provide regular progress updates on the status of the investigation, at a minimum on commencement of investigation, progress, and completion of investigation.

The WIO and WPO will keep a secure record of any documents relating to their investigation with access limited to those with a direct involvement in the investigation.

All investigations will be conducted in a fair and independent manner and all reasonable efforts will be made to preserve confidentiality of an investigation.

Any disclosure of content of the Whistleblower Report will only be permitted if:

- The Whistleblower consents; or
- The disclosure is made to ASIC, APRA, ATO (where relating to a tax matter), the Australian Federal Police, a legal practitioner or a person or body permitted by the Whistleblower Regulations; or
- The information does not include the Whistleblowers identity; and

- All reasonable steps are taken to reduce the risk that the Whistleblowers identity can be determined from the information; and
- It is reasonably necessary for investigating the issues raised.

It is illegal for any person to disclose information that either identifies, or is likely to identify, a Whistleblower outside of the above exceptions.

The Whistleblower is required to keep confidential their report (subject to any legal requirements) to avoid jeopardising an investigation.

The WIO will liaise as necessary with the WPO and will keep the WPO abreast of the progress of the investigation.

The WIO will prepare a report on the outcome of the investigation, making recommendations in relation to the subject of the complaint, and on any remedial action needed to guard against similar future occurrences. The Report will be provided to the WPO, the AAA Chair and the Audit & Risk Committee and/or the AAA Board as appropriate depending on the nature of the Whistleblower Report. Broader trends identified through Whistleblower Reports will be addressed and mitigated in line with AAA's Risk Management Framework.

There may be circumstances where it is not appropriate to share the final outcome of the Investigation with the Whistleblower.

10. Review of this policy

The Audit & Risk Committee are responsible for all AAA policies and will review this policy on a bi-annual basis or earlier if required.