



POLICY DOCUMENT

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1. PURPOSE OF THE WHISTLE BLOWING POLICY

SADA, as a professional association, has a reputation for honesty and integrity in its management practices and in all its business transactions. As such, maintaining the trust and confidence of all those with whom we deal is one of our most vital responsibilities. Therefore, all decision-making processes must be objective, transparent and accountable.

The Association's Code of Conduct requires Directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities for and on behalf of the Association.

SADA recognizes the fact that unethical conduct, fraud and corruption within the Association is detrimental to good, effective, accountable and transparent governance, and that such actions could endanger the economic stability of SADA and potentially cause social and/or reputational damage.

This Policy is a formal representation of SADA's commitment to the highest standards of professional integrity, ethical behavior, transparency and fair dealing in the conduct of its business.

It aims to provide for procedures in terms of which officers, employees and external parties may, without fear of reprisal, disclose information relating to suspected or alleged unethical conduct, fraud and corruption affecting SADA.

This policy is intended to assist individuals who, reasonably and in good faith, believe that they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by SADA, nor should it be used to reconsider any matters which have been investigated under the employee harassment, grievance or disciplinary policies and procedures.

2. OBJECTIVES

This policy aims to –

- promote the awareness, identification and reporting of unethical conduct, fraud and corruption within the Association;
- create a culture facilitating the disclosure of information by any Director, office bearer, employee and external party relating to unethical conduct, fraud and corruption in the Association in a responsible manner by providing clear guidelines for the disclosure of such information as well as protection against reprisal which may result from the disclosure;
- make provision for procedures in terms of which Directors, office bearers, employees and external parties can responsibly disclose information on wrongdoing by other individuals within the Association and receive feedback on any action taken, rather than merely ignoring a problem or blowing the whistle through inappropriate channels;
- re-assure individuals that they will be protected from reprisal or victimization for whistle-blowing in good faith; and
- ensure that individuals receive a response to their concerns and that they are aware of how to pursue them if they are not satisfied.

3. APPLICABILITY OF THIS POLICY

This Policy is applicable to all business dealings and transactions undertaken by or on behalf of the Association. The reporting procedures are available to all Directors, office bearers, branches, employees and external parties (including contractors) acting on behalf of the Association where there are formal employment or contractual relationships.

This Policy should be read and applied in conjunction with the prevailing SADA policies, codes and guidelines on related matters, including but not limited to the SADA Code of Conduct (to the extent that any provision thereof is not superseded by the provisions of this or any other relevant policy).

This Policy does not apply to personal grievances concerning an individual employee's term of employment or other aspects of his or her working relationship with SADA or disciplinary matters.

The Policy covers all legitimate concerns raised in good faith, in connection with:

- any unlawful civil or criminal offence;
- failure to comply with any statutory and/or other legal obligations/ requirements;
- financial or non-financial mismanagement, fraud and corruption, blackmail, miscarriage of justice, including money laundering and bribery;
- any risk or potential risk to the environment, or to the health and safety of any individual;
- improper conduct or unethical behaviour;
- breach of any SADA policy or procedure;
- falsification or false reporting of financial information; and
- concealment of any of the above.

4. APPROVAL, REVIEW AND MAINTENANCE

Amendments to this Policy shall be presented to and approved by the Board of Directors, on recommendation by the Audit & Risk Committee and the Strategy, Social and Ethics Committee.

This Policy will be subject to periodic review, at least on a three year basis – or more frequently if required by legislation or organisational factors – to ensure that it remains relevant to changed circumstances.

The Chief Executive Officer shall be responsible for the review of this Policy. The Strategy, Social and Ethics Committee must maintain an oversight role over the implementation of this Policy.

5. DEFINITIONS

In this policy –

“External Parties” any natural or juristic person who is not a Director, an office bearer, a member or employee of the Association, and who (disregarding any bribe under consideration) performs services for or on behalf of the Association;

“Policy” means this Whistle-blowing Policy;

“Whistleblower” is defined by this policy as a Director, office bearer, employee and external party who reports to one or more of the parties specified in this Policy, an activity that he/she considers to be illegal, dishonest, unethical, or otherwise improper; and

“Whistleblowing Facility” means the reporting facilities set out in this Policy.

6. POLICY STATEMENT

6.1 HARASSMENT OR VICTIMISATION

SADA acknowledges the fact that the decision to report a concern may be difficult to make, not least because of fear of possible reprisal from those responsible for the alleged irregularity.

SADA shall not tolerate harassment or victimisation and shall take action to protect Directors, office bearers, employees and external parties when they raise a concern in good faith.

In the event that an employee is whistle blowing, the employee shall be protected from any occupational detriment such as being:

- a) subjected to disciplinary action;
- b) dismissed, suspended, harassed or intimidated or demoted;
- c) transferred involuntarily;
- d) refused a transfer or promotion;
- e) subjected to conditions of employment or retirement that were changed to his/her disadvantage;
- f) refused a reference as an employee, or given an adverse reference as an employee;
- g) denied an appointment to any service or position;
- h) threatened with any of the above actions; or
- i) otherwise adversely affected in respect of his/her service or position, including employment opportunities and work security.

However, this does not mean that if Directors, office bearers and employees are already the subject of disciplinary or other action, such action will be halted as a result of such act of whistle blowing.

6.2 CONFIDENTIALITY

SADA shall endeavour at all times to protect an individual's identity when he/she raises a concern, but does not wish his/her identity to be disclosed. It should be appreciated, however, that the investigation process may inadvertently locate the source of the information and that a statement by the whistle blower may be required as part of the evidence.

However, although no person may be compelled to give evidence in terms of this Policy, at the appropriate time the whistle blower may need to come forward as a witness.

SADA reserves the right to pass on any information to appropriate law enforcement agencies in order that such agencies may determine whether criminal charges are warranted.

6.3 ANONYMOUS ALLEGATIONS

SADA encourages the whistle blower to put his/her name and contact details (in strict confidence) to allegations made by him/her. However, the whistle blower is at liberty to, alternatively, provide an anonymous email address on which he/she may be contacted, should further information be required during the course of the investigation.

A concern expressed anonymously and without contact details is difficult to investigate. Remaining anonymous will not preclude a report from being investigated, and the matter will not receive less priority than other cases.

However, reports made anonymously are not easily investigated due to the investigator's inability to request additional information and, accordingly, the report will be considered and followed up on at the discretion of SADA's Strategy, Social and Ethics Committee.

This discretion will be exercised by taking into account the substance of the reported facts and the potential financial, non-financial and/or any reputational consequences to the Association with reference to its Code of Conduct, Values, compliance requirements and mandated stakeholder objects.

If one would like to remain anonymous, it is important that the person specifies this from the outset and does not provide his/her personal details.

6.4 UNTRUE/ FALSE ALLEGATIONS

SADA discourages whistle blowers from making allegations which are false and uttered with malicious intent. In instances where such allegations are proved to be untrue and malicious or vexatious, the Director, office bearer or employee who made them shall be subjected to firm disciplinary action, while appropriate action shall be taken in the case of external parties.

7. REPORTING PROTOCOLS

7.1 RAISING CONCERN

- 7.1.1. Any person who has reasonable belief that there is improper conduct or any of the matters referred to in this Policy, may raise a concern by e-mail to the Association's dedicated e-mail tip-offs@sada.co.za, in accordance with the procedures detailed in this policy.
- 7.1.2. Concerns must be raised without malice, in good faith and not for personal gain. The person must reasonably believe that the information disclosed, and any allegations contained in it, are substantially true and correct.
- 7.1.3. When reporting a concern or an allegation, it is vital that the whistle blower provides adequate evidence that will enable thorough investigation to be done on the matter. Without substantive evidence, it may be challenging to pursue the alleged transgression to the fullest.
- 7.1.4. Preferably, concerns should be raised in writing, but they can also be reported anonymously by following one of the various communication channels available to whistle blowers in this Policy document. The background and history of the concern, including names, dates and places, where possible, should be set out, as well as the reason why the whistle blower is particularly concerned about the situation. The earlier the concern is reported, the easier it is to take action.
- 7.1.5. A whistle blower is not expected to prove the truth of his/her allegation(s); however, he/she shall demonstrate to the person contacted that there are sufficient grounds for concern.

7.2 INVESTIGATION OF DISCLOSURE

- 7.2.1. In order to protect the individuals concerned as well as SADA, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take. Concerns or allegations which fall within the scope of other procedures will normally be referred for consideration in accordance with those procedures.

- 7.2.2. Some concerns may be resolved by means of agreed action, thereby negating the need for investigation.
- 7.2.3. Upon receipt of the disclosure, the Chairperson of the Strategy, Social and Ethics Committee shall make a provisional assessment to determine whether the concern falls more appropriately within the purview of this Policy and whether it warrants an investigation. Nothing in this policy prevents the Chairperson of the Strategy, Social and Ethics Committee from delegating this responsibility as he or she deems fit.
- 7.2.4. The decision as to whether a preliminary investigation should be carried out will be made within two weeks of the complaint having been received, if possible. Where this is not possible, the person making the complaint will receive an explanation of the delay.
- 7.2.5. If an investigation is considered necessary, the Chairperson of the Strategy, Social and Ethics Committee will refer the matter to an investigator (or investigative team). The investigator or investigative team will be persons with experience and specialist knowledge in the area of the disclosure.
- 7.2.6. In some cases, depending on the nature or complexity of the disclosure or investigation, SADA may outsource the investigation to an outside entity.
- 7.2.7. In some cases, an investigation may need to be carried out under the terms of strict confidentiality, i.e. by not informing the subject of the complaint until (or if) it becomes necessary to do so. This may be appropriate in cases of suspected fraud, theft or unlawful conduct. Sometimes it may not be possible to detail the precise action taken, especially where this would infringe upon a duty of confidence owed to someone else.
- 7.2.8. The amount of contact between the body investigating the issues and the whistle blower will depend on the nature of the matters raised, the potential difficulties involved and the clarity of the information provided. If necessary and where possible, further information will be sought from the whistle blower.
- 7.2.9. SADA cannot undertake to automatically provide feedback to the whistle blower on the outcome of the investigation of the complaint due to factors such as anonymity of the complainant, legal restrictions on distribution of privileged information and related considerations. Therefore, requests for may be considered on a case by case basis in consultation, where necessary, with the advisors and/or other relevant parties.
- 7.2.10. SADA accepts that every Director, office bearer, employee or external party concerned needs to be assured that the matter has been properly addressed. However, the progress made with investigations shall be handled in a confidential manner and shall not be disclosed to or discussed with any persons who have no legitimate claim to such information. This is important in order to avoid damaging the reputation of a suspected person who may subsequently be found to be innocent of the alleged wrongful conduct.
- 7.2.11. It is normally not appropriate to set a specific time frame for completion of investigations in advance, as the diverse nature of disclosures contemplated under the policy makes this impractical.
- 7.2.12. With respect to complaints relating to the Chief Executive Officer or any of the Directors, the matter will be escalated to the Chairperson of the Board.

8. UNSATISFACTORY OUTCOME

A whistleblower who is dissatisfied with the outcome of the response, and who reasonably believes that the information disclosed and the allegation contained therein is substantially true, is at liberty to take the matter further personally.

9. REPORTING AND RECORDING OF DISCLOSURES

Users of the SADA Whistle Blowing Line can report their disclosures using the following medium of communication:

- Use of a unique e-mail address which is tip-offs@sada.co.za

The Chairperson of the Strategy, Social and Ethics Committee is required to inform the Strategy, Social and Ethics Committee as soon as an allegation has been received from a whistle blower, and the Committee is also required to keep the Board of Directors informed at all times about any allegation lodged by a whistle blower.

10. MONITORING, EVALUATION AND REPORTING

Implementation of this policy is the responsibility of the Strategy, Social and Ethics Committee, which shall monitor progress and deviations in this regard.

The Strategy, Social and Ethics Committee will have an oversight role in terms of the provisions of this Policy, and shall report to the Board of Directors in respect of any deviations from this Policy.

11. EFFECTIVE DATE

This Policy is effective from the date of adoption thereof by the Board of Directors.