

Chautauqua Institution Whistleblower Policy

Summary

This policy governs both the reporting and investigation of allegations of suspected unlawful or improper activities and the protection of whistleblowers from retaliation. It describes the procedures for investigating suspected unlawful or improper activities and addressing complaints of retaliation against individuals making such reports.

Policy

Chautauqua Institution is committed to upholding the highest standards of ethics and integrity. Chautauqua Institution has a responsibility for the stewardship of Institution resources and the support that enables it to pursue its mission. The Institution's internal controls and operating procedures are intended to detect and prevent or deter unlawful or improper activities. However, intentional and unintentional violations of laws, regulations, policies and procedures may occur and may constitute unlawful or improper activities. The Institution has a responsibility to investigate and report to appropriate parties' allegations of suspected unlawful or improper activities, and to protect those employees who, in good faith, report these activities to the appropriate authority.

All employees, trustees, officers and volunteers are encouraged to report any instance of suspected unlawful or improper conduct on the part of the Institution or its personnel. Accordingly, an Institution employee, trustee, officer or volunteer who comes forward in good faith with reports or concerns about suspected unlawful or improper activities shall not be subject to intimidation, harassment, discrimination or other retaliation, or in the case of employees, adverse employment consequences for making such a report. Any employee who believes that he/she is being retaliated against for making such a report should immediately bring it to the attention of the appropriate authority. It is the intention of the Institution to take whatever action deemed appropriate to prevent and correct activities that violate this policy.

Procedure

Filing a Report of Suspected Unlawful or Improper Activities

Any person may – and should – report allegations of suspected unlawful or improper activities. Knowledge or suspicion of unlawful or improper activities may originate from employees, external auditors, law enforcement, regulatory agencies, customers, vendors or other third parties.

Allegations of suspected unlawful or improper activities should be made in writing so as to assure a clear understanding of the issues raised, but may be made verbally. Such reports should be factual and contain as much specific information as possible.

Allegations may also be reported anonymously using EthicsPoint™, an outside third-party hotline service. To make an anonymous report, a person may call the Chautauqua Institution Ethics Help Line at:

- a) 1-855-673-1087; or
- b) Use the online portal www.chq.ethicspoint.com

If reporting verbally, a report by an Institution employee of allegations of a suspected unlawful or improper activity should be made to the reporting employee's immediate supervisor. However, when there is a potential conflict of interest or for other reasons, such reports may be made to any Vice President or the President. When the alleged unlawful or improper activities involve a Vice President, such reports should normally be made to the President. When the alleged improper activities involve the President, such reports should be made to the

Chairman of the Board of Trustees. All employees, trustees, officers or volunteers who receive such reports should immediately report them to the President or the Chairman of the Board of Trustees, if appropriate. The Vice President/Treasurer is designated to administer this whistleblower policy.

Protection from Retaliation

Any employee who believes he or she has been subjected to or affected by a retaliatory conduct for reporting suspected unlawful or improper activities, should report such conduct to the reporting employee's immediate supervisor. However, when there is a potential conflict of interest or for other reason, such reports may be made to any Vice President or the President. When the alleged unlawful or improper activities involve a Vice President, such reports should be made to the President. When the alleged unlawful or improper activities involve the President, such reports should be made to the Chairman of the Board of Trustees. All employees who receive such reports should immediately report them to the President or the Chairman of the Board of Trustees, if appropriate.

The principal responsibility for conducting an investigation rests with the President unless the investigation involves the president in which case the responsibility rests with the Board of Trustees. The President or Board of Trustees may request that the individual subject to the Whistleblower complaint present information or answer questions prior to deliberations or vote on the matter. All reports will be taken seriously and addressed promptly, discreetly and professionally. At the conclusion of an investigation, a determination will be made as to the appropriate corrective action, based on the factual finds of the investigation. Discussions and documentation regarding reports will be kept in confidence to the extent reasonable or permitted by policy or law. The President (and/or the Board of Trustees) is charged with the responsibility of preserving the confidentiality of reported information.

A summary of reports received under this policy containing the nature, status and action taken, will be communicated to the Audit Committee on a quarterly basis or a more frequent basis when conditions warrant more timely action.

In addition to the complaint process set forth above, any employee who has information concerning allegedly unlawful or improper activities may contact the appropriate government agency.

Distribution

This policy shall be distributed to all trustees, officers, employees and volunteers who provide substantial services to Chautauqua Institution.

Adopted By the Chautauqua Institution Board of Trustees November 3, 2007

Revised and Adopted by the Executive Committee of the Board of Trustees, June 27, 2014

Revised and Adopted by the Board of Trustees, November 7, 2015

Revised and Adopted by the Board of Trustees, February 3, 2018