

Adopted: February 14, 2008

Amended: April 5, 2012

The Orleans County Local Development Corporation

Whistleblower Policy

General

The Orleans County Local Development Corporation Code of Ethics (hereinafter referred to as the Code) requires board members, other volunteers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of The Orleans County Local Development Corporation must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

The Public Authorities Law requires that local authorities implement policies which establish a confidential means to report credible allegations of misconduct, wrongdoing, or unethical behavior and to protect those individuals, when acting in good faith, from personal or professional retaliation. The objectives of The Orleans County Local Development Corporation Whistleblower Policy are to afford certain protections to individuals who in good faith report violations of the Code or other instances of wrongdoing and to encourage and enable employees to raise concerns in good faith within The Orleans County Local Development Corporation without fear of retaliation or adverse employment action by establishing policies and procedures for:

- The submission of concerns regarding questionable accounting or auditing matters or any alleged violation of the Code, corruption, fraud, criminal or unethical activity, misconduct, waste, conflict of interest, intentional reporting of false or misleading information, or abuse of authority (all collectively referred to as “Wrongdoing”) by employees, board members, officers, and other stakeholders of The Orleans County Local Development Corporation, on a confidential or anonymous basis.
- The receipt, retention, and treatment of complaints received by The Orleans County Local Development Corporation regarding any Wrongdoing.
- The protection of board members, volunteers and employees reporting concerns from retaliatory actions.

Reporting Responsibility

Each board member, volunteer, and employee of The Orleans County Local Development Corporation has an obligation to report any Wrongdoing or suspected Wrongdoing in a prompt and timely manner.

Authority of Audit Committee

Except as otherwise provided herein, all reports of Wrongdoing or suspected Wrongdoing will be forwarded to the Audit Committee in accordance with the procedures set forth herein. The Audit Committee shall be responsible for investigating, and making appropriate recommendations to the Board, with respect to all reported Wrongdoing.

No Retaliation

This Whistleblower Policy is intended to encourage and enable board members, volunteers, and employees report Wrongdoing or suspected Wrongdoing within The Orleans County Local Development Corporation for investigation and appropriate action. With this goal in mind, no board member, volunteer, or employee who, in good faith, reports a Wrongdoing or suspected Wrongdoing shall be subject to retaliation or, in the case of an employee, adverse employment consequences and no employee shall be fired, discharged, demoted, suspended, threatened, harassed or discriminated against because of the employee's role as a whistleblower insofar as the actions taken by the employee are legal and taken in good faith. Moreover, a volunteer or employee who retaliates against someone who has reported a Wrongdoing or potential Wrongdoing in good faith is subject to discipline up to and including dismissal from the volunteer position or termination of employment. Any allegation of retaliation or interference will be taken seriously and, without regard to the outcome of the original report, will be treated as a separate matter.

Reporting of Wrongdoing

Employees

Employees should first discuss any Wrongdoing or suspected Wrongdoing with their immediate supervisor. If, after speaking with his or her supervisor, the individual continues to have reasonable grounds to believe his or her concerns are valid, the individual should report the Wrongdoing or suspected Wrongdoing to the Chair of the Audit Committee. In addition, if the individual is uncomfortable speaking with his or her supervisor, or the supervisor is the subject of the report, the individual should report his or her concerns directly to the Chair of the Audit Committee. If the Chair of the Audit Committee is the subject of the report, the individual should report his or her concerns to the Chair of the Board of Directors or to the general counsel for The Orleans County Local Development Corporation.

If the Wrongdoing or suspected Wrongdoing was reported verbally, the reporting individual, with assistance from the person receiving the report, shall reduce the report to writing. Unless he or she is the subject of the report, the Chair of the Audit Committee has specific and exclusive responsibility to investigate all reports of Wrongdoing or suspected Wrongdoing. Reports may be also be submitted anonymously. Such anonymous reports should be in writing and sent directly to the person designated to receive complaints above.

Board Members and Other Volunteers

Board members and other volunteers should submit reports of Wrongdoing or suspected Wrongdoing in writing directly to the Chair of the Audit Committee unless he or she is the subject of the report, in which case, reports should be submitted to the Chair of the Board of Directors or general counsel. Contact information for the Chair of the Audit Committee may be obtained from the Chief Financial Officer.

Should an employee believe in good faith that disclosing information within The Orleans County Local Development Corporation would likely subject him or her to adverse personnel action or be wholly ineffective, employee may instead disclose the information to the Authorities Budget Office or an appropriate law enforcement agency, if applicable. The Authorities Budget Office's toll free number (1-800-560-1770) should be used in such circumstances.

Handling of Reported Violations

The individual to whom the Wrongdoing or suspected Wrongdoing is reported shall investigate and handle the claim in a timely and reasonable manner, including, if appropriate, notifying the Audit Committee, Board members, and Chief Executive Officer of any such report or referring such information to the Authorities Budge Office or an appropriate law enforcement agency, where applicable. Such individual will notify the sender and acknowledge receipt of the report within five (5) business days, if possible. It will not be possible to acknowledge receipt of anonymously submitted reports.

All reports will be promptly investigated and appropriate corrective action will be recommended to the Board, 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 matter.

The Audit Committee or other investigative body 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 Wrongdoing or suspected Wrongdoing must act in good faith and have reasonable grounds for believing the information disclosed indicates potential Wrongdoing. 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 dismissal from the volunteer position or termination of employment. Such conduct may also give rise to other actions, including civil lawsuits.

Confidentiality

Reports of Wrongdoing or suspected Wrongdoing, the identity of the whistleblower 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 Wrongdoing or suspected Wrongdoing 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.

Other Legal Rights Not Impaired

This Whistleblower Policy is not intended to limit, diminish or impair any other rights or remedies that an individual may have under law with respect to disclosing potential Wrongdoing free from retaliation of adverse personnel action.