

## Rugby AU Whistleblowing Policy

<b>Implementation date:</b>	1 January 2020
<b>Review date:</b>	1 January 2022
<b>Approved by:</b>	Rugby Australia Board

### **1. Purpose of the Policy**

1.1 Rugby Australia Ltd (**Rugby AU**) is committed to conducting business honestly, with integrity, and in accordance with its values and standards of expected behaviour. Rugby AU expects all employees to maintain high standards in accordance with its *Codes of Conduct* and all other applicable codes and policies. This policy:

- a. encourages whistleblowers to come forward with their concerns if they become aware of any disclosable matters;
- b. explains how a disclosure can be made and what protections a discloser will receive;
- c. outlines the process at Rugby AU for handling and responding to disclosures; and
- d. promotes a workplace environment in which everyone feels safe, supported and encouraged to make disclosures.

1.2 Whistleblowers play an important role in identifying and calling out a breach of the law, misconduct or an improper state of affairs at or by Rugby AU or an officer or employee of Rugby AU.

1.3 A failure to come forward and make a disclosure exposes Rugby AU to additional risks and may have the effect of undermining the organisation's culture and values.

1.4 Rugby AU will not tolerate anyone being discouraged from coming forward and making a disclosure or being disadvantaged or victimised because they either want to make or have made a disclosure. Disciplinary action, up to and including termination of employment or engagement, may be imposed on anyone shown to have disadvantaged, victimised or caused detriment to a person because they want to speak up or have spoken up.

## **2. Qualifying for Protection as a Whistleblower under the Policy and Legislation**

2.1 Under Australian law, certain persons that make a “protected disclosure” to certain other people will qualify for protection. Rugby AU encourages all persons to make a disclosure and people must not discourage any individual from making a disclosure. To do so will itself breach this policy and may be reported to law enforcement officials. If any person is told not to raise or pursue a concern, even by their manager or a person in authority, they are encouraged to make a further disclosure to a different recipient. In order to qualify for protection at law (and under the policy), the following criterion need to be satisfied:

<b>Criteria</b>	<b>The Legal Requirements</b>
<b>A. The role/ status of the discloser</b>	<p><b>The discloser must be a current or former:</b></p> <ul style="list-style-type: none"><li>• employee of Rugby AU or of a related body corporate;</li><li>• officer (usually a director or company secretary) of Rugby AU or of a related body corporate;</li><li>• volunteers of Rugby AU or of a related body corporate;</li><li>• contractor or supplier (whether paid or unpaid), or an employee of the contractor or supplier (whether paid or unpaid), who supplies or has supplied goods or services to Rugby AU or to a related body corporate;</li><li>• associate of Rugby AU or of a related body corporate, usually a director or secretary; or</li><li>• spouse, relative or dependant of any of the above individuals.</li></ul> <p>Please note that whilst an individual must hold or have held one of these roles/positions to access the legal protections, he/she does <b>not</b> have to identify themselves (or their role/position) when making a disclosure and can raise their concerns anonymously.</p>
<b>B. Who the disclosure must be made to</b>	<p><b>The discloser must make the disclosure to:</b></p> <ul style="list-style-type: none"><li>• an individual or organisation authorised by Rugby AU to receive protected disclosures (see section 3 below);</li><li>• a director, company secretary, company officer, or senior manager of Rugby AU or of a related body corporate;</li></ul>

## Criteria

## The Legal Requirements

- an auditor, or a member of the audit team, of Rugby AU, or of a related body corporate;
- an actuary of Rugby AU, or of a related body corporate;
- ASIC or the Australian Prudential Regulation Authority (APRA), or
- a legal practitioner in some cases.

The disclosure can be done anonymously pursuant to section 4 below or otherwise.

### C. The subject matter of the disclosure

The discloser must have reasonable grounds to suspect that the information that they are disclosing:

- relates to actual or suspected misconduct or an improper state of affairs or circumstances in relation to Rugby AU or of a related body corporate. This can include (but not limited to), **breach of Rugby AU's Code of Conduct and other Rugby AU policies, bribery or corruption, dishonest, unethical or corrupt behaviour, conflicts of interest, anti-competitive behaviour, unauthorised use of Rugby AU's confidential information and conduct likely to damage the financial position or reputation of Rugby AU.**

This information reported can be about Rugby AU or of a related body corporate, or an officer or employee of Rugby AU or of a related body corporate, engaging in conduct that:

- **contravenes or constitutes an offence against certain legislation (e.g. the Corporations Act 2001 (Cth));**
- **constitutes an offence or a contravention of other financial sector laws enforced by ASIC or APRA;**
- **constitutes an offence against any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or**
- **represents a danger to the public or the financial system.**

## Criteria

## The Legal Requirements

Together the matters set out in section C above will for the purposes of this policy be known as “**Potential Misconduct**”.

For the avoidance of doubt, **Potential Misconduct does not include, personal work-related grievances**. Personal work-related grievances are grievances about something in relation to a discloser’s current or former employment or engagement that has implications for them personally.

The law also protects certain disclosures made in “emergency” and “public interest” situations, in which case disclosures can be made to additional recipients. However, it is important that the discloser understands the criteria qualifying for protection in “emergency” and “public interest” situations. Please contact Rugby AU’s General Counsel & Company Secretary if more information is required about emergency and public interest disclosures.

### 3. Authorised Recipients of Disclosures under the Policy

3.1 Rugby AU has authorised an independent organisation called **Core Integrity** to receive whistleblowing reports (anonymously or otherwise) on its behalf via the following:



A green rectangular box containing contact information for Core Integrity. On the left side, there are three blue icons: a smartphone, an envelope, and an '@' symbol. To the right of each icon is the corresponding contact information. At the top right of the box is a QR code.

1800 324 775

PO Box 895  
Darlinghurst  
NSW 1300

[speakup@coreintegrity.com.au](mailto:speakup@coreintegrity.com.au)

3.2 Should a director, company secretary, company officer, or senior manager of Rugby AU or of a related body corporate receive a whistleblowing report they should ensure that the reporting individual makes a formal report to Core Integrity so it can be properly assessed

and dealt with. **Please note that the reporting person is covered by the whistleblower protections when making a protected disclosure to Core Integrity or a person listed above.**

#### **4. Content of Disclosures and Making Anonymous Disclosures**

4.1 A persons making a disclosure should provide as much information as possible, including details of the Potential Misconduct, people involved, dates, locations and provide any evidence that may support the disclosure.

4.2 A person making a disclosure should feel supported and safe in providing information, and to consent to the limited sharing of their identity. This will assist Rugby AU in protecting and supporting the person in relation to their disclosure and facilitate Rugby AU in investigating, reporting and taking any appropriate action in relation to the matter.

4.3 Please be aware that if the person making the disclosure does not consent to the limited sharing of their identity as required, this may limit Rugby AU's ability to progress the matter and taking any action in respect of it.

4.4 When making a disclosure, the person will be expected to have reasonable grounds to suspect that the information they are disclosing is true, but they will not be penalised even if the information turns out to be incorrect. However, the discloser must obviously not make a report that they know is untrue or is misleading. Where it is found that a discloser has knowingly made a false report, this may be a breach of their obligations to Rugby AU and be considered a serious matter that may result in disciplinary action, up to and including termination of employment or engagement.

4.5 As noted above, **the disclosing person can also make an anonymous disclosure if they do not want to reveal their identity.** Whilst people are encouraged to provide their name because it will make it easier for Rugby AU to address their disclosure, they are not required to do so.

4.6 If the discloser does not provide their name, Rugby AU will assess the content and merit of their disclosure in the same way as if they had revealed their identity, and any investigation will be conducted as well as possible in the circumstances. However, please be aware that an investigation may not be possible unless sufficient information is provided, and it may make it more difficult to offer the discloser the same level of practical support if Rugby AU does not know their identity. The discloser will still be entitled to protections under the law.

4.7 Details about how the identity of a discloser will be protected if a name is provided is described in sections 6 and 7 below.

#### **5. How Rugby AU will Handle Disclosures**

5.1 All information, complaints, or reports of Potential Misconduct will be considered by Rugby AU and it will provide the individual with information about the whistleblower protections if it believes that the individual may fall within the legislation. Disclosures made under this policy will be received and treated sensitively and seriously and will be dealt with

promptly and objectively. Rugby AU will apply the protections described at sections 6 and 7 below when responding to or investigating disclosures.

5.2 Should Rugby AU receive a report it will contact the discloser (or Core Integrity may do so on Rugby AU's behalf) and follow up with the discloser to obtain any further information that he or she may have. As noted above, an individual may decide to provide information anonymously, but the value of that information may be limited, and Rugby AU may not be able to follow up with the discloser for further information if necessary or to advise him/her what steps Rugby AU may take based on the information provided.

5.3 During Rugby AU's consideration, it will need to take an objective view of the information provided and consider if the misconduct is something that it needs to make further inquiries about and, if so, the nature and extent of any investigation where it is appropriate and within its jurisdiction to do so. Rugby AU has the discretion to determine how any matter should be dealt if, and to determine if all or any part of any allegations reported are substantiated.

5.4 Recipients of the disclosure will keep in contact with the discloser until the matter is resolved by Rugby AU. If appropriate, a discloser may be advised how Rugby AU has decided to respond to their disclosure, including whether an investigation will be conducted. This may not occur until after an investigation has been concluded. However, it may not always be appropriate to provide disclosers with this information and may not be possible unless contact details are provided when the disclosure was made. Any investigation commenced will be conducted in a timely manner (as appropriate in the circumstances) and will be independent from any persons to whom the disclosure relates. Other people, including employees or external advisers, may also be asked to assist or run the investigation.

5.5 Unless there are confidentiality or other reasons not to do so, persons to whom the disclosure relates will be informed of the allegation at an appropriate time and will be given a chance to respond to the allegation(s) made against them.

5.6 The results of any investigation will be recorded in writing in a formal internal report that will be confidential and is the property of Rugby AU. If appropriate, a discloser may be informed of the investigation outcome. However, it may not always be appropriate to provide disclosers with this information. If appropriate, the person to whom the disclosure relates may also be informed of the findings of any investigation. The outcome of any investigation will be reported to the Board in the form of a summary on an annual basis (unless any specific matter warrants a departure from this timeframe), including metrics on disclosures made and any additional information about any material incidents raised. Where an investigation identifies a breach of Rugby AU's Codes of Conduct or internal policies or procedures, appropriate disciplinary action may be taken. This may include but is not limited to terminating or suspending the employment or engagement of a person(s) involved in any misconduct.

5.7 Rugby AU is a Sport Governing Body, and not an enforcement authority. As such, there are also limits to what it may be able to properly investigate as it cannot enforce laws that it does not have power to enforce. During its consideration of any disclosure, it may conclude

that another regulator or law enforcement agency is better placed to respond to the disclosing persons concerns. In these circumstances, Rugby AU will encourage the discloser to raise their concerns with another regulator or law enforcement agency directly. Please note that Rugby AU may also refer any disclosure to another regulator or law enforcement agency itself where it believes that it is appropriate and necessary to do so.

## **6. Protections for Whistleblowers**

6.1 Rugby AU is committed to protecting the rights of all persons who decide to make a disclosure pursuant to this policy. This section outlines the protections offered to disclosers under the legislation that Rugby AU will provide to all eligible disclosers.

6.2 The legislation contains certain protections for whistleblowers that meet the criterion in the table above, including:

- protection of the **identity** of whistleblowers;
- protections for whistleblowers **against legal action**; and
- protections for whistleblowers **from detriment**.

### **Protection of the Identity of the Whistleblower**

6.3 **An individual reporting a concern to Rugby AU can ask that their identity, or information that is likely to lead to their identification, is kept confidential.** Additionally, the person receiving the disclosure cannot generally disclose this information without the individual's consent. However, it is important to note that Rugby AU may report the information that has been provided to it to ASIC, APRA, the Australian Federal Police, or other regulator/law enforcement agency or to a lawyer for advice about the whistleblower protections. However, and to the extent permitted by law, Rugby AU will not reveal the identity of a whistleblower, or information likely to lead to the identification of a whistleblower, outside of these circumstances without their consent.

6.4 In investigating any report, Rugby AU must take all reasonable steps to ensure that the reporting individual's identification is **not disclosed** without their consent. However, there may be occasions where Rugby AU may have difficulties investigating or internally addressing or correcting the misconduct unless the reporting individual provides some approval for Rugby AU to use all or part of the information that has been provided. However, in the case of information likely to identify the discloser, this information will only be disclosed if it is reasonably necessary to disclose the information for the purposes of an investigation, but all reasonable steps are taken to prevent someone from working out their identity.

### **Protections for Whistleblowers against Legal Action**

6.5 The legislation protects a whistleblower against certain legal actions **related to making the disclosure**, including:

- criminal prosecution (and the disclosure cannot be used against the whistleblower in a prosecution, unless the disclosure is false);
- civil litigation (such as for breach of an employment contract, duty of confidentiality, or other contractual obligation);
- administrative action (including disciplinary action); and
- contractual or other remedy that can be enforced or exercised against the discloser on the basis of the disclosure.

**6.5 Please note that these protections do not grant immunity to a reporting individual for any misconduct that he/she may have been involved in that is revealed in the disclosure.** However, if an individual voluntarily self-reports their involvement in corporate misconduct, then Rugby AU will take their disclosure and cooperation into account when it considers the action that it will take to pursue any wrongdoing and what remedies it will seek.

*Protections for Whistleblowers from Detriment*

6.6 The legislation makes it unlawful (through criminal offence and civil penalty provisions) for someone to cause or threaten 'detriment' to an individual that has made a protected disclosure because they believe or suspect that the individual has made or may have made a disclosure.

6.7 The criminal offence and civil penalty provisions also apply even if an individual has not made a protected disclosure, but the offender causes or threatens detriment to the individual because they believe or suspect that they have may have made a report or might make a report.

6.8 A person may be causing detriment to an individual if they:

- dismiss the individual from their employment;
- injure the individual's prospects in their employment;
- alter the individual's position or duties to their disadvantage;
- discriminate between the individual and other employees of the same employer;
- harass or intimidate an individual;
- harm or injure an individual, including causing psychological harm;
- damages their property;
- damage their reputation;



- damage their business or financial position; and/or
- causes any other damage

6.9 The offence and penalty provisions require that the detriment be the result of **an actual or suspected** whistleblower disclosure.<sup>1</sup>

## **7. Other Protections Available**

7.1 In addition to the protections offered under legislation, Rugby AU is committed to making sure that disclosers are treated fairly and do not suffer detriment because they have made a disclosure. The protections offered will be determined by Rugby AU and depend on things such as the Potential Misconduct and people involved. Protections may include the following, in Rugby AU's discretion:

- monitoring and managing the behaviour of other employees;
- relocating individuals (which may include the people alleged to have been involved in the Potential Misconduct) to a different division, group or office;
- offering the individual a leave of absence or flexible workplace arrangements whilst a matter is being investigated;
- a discloser who is a current or former employee may access Rugby AU's Employee Assistance Program and may also request additional support from Rugby AU (such as counselling or other support services); and/or
- rectifying any detriment that the discloser has suffered.

7.2 Rugby AU will look for ways to support all individuals that make a disclosure, but it will of course not be able to provide non-employees with the same type and level of support that it provides to employees. Where this policy cannot be applied to non-employees (for example, because Rugby AU cannot itself offer flexible workplace arrangements to a supplier), Rugby AU will still seek to offer as much support as practicable.

## **8. Exclusions from Protection under the Legislation and Policy**

8.1 As stated above, the whistleblower protections apply to individuals that meet the criteria in the table above. There are however **certain exclusions** in the legislation from the protections for individuals who may otherwise meet some of the criteria above and who have observed or been affected by misconduct of a company or organisation. If an individual falls into one of the exclusions (for example, people experiencing employment disputes or a

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<sup>1</sup> An individual may seek compensation through a court if he/she suffers loss, damage or injury for making their disclosure. If the individual is or was an employee and experienced detriment at work for reporting misconduct, the court may order the person causing the individual detriment or the employer to compensate the individual. The individual may also pursue other remedies, such as the employer reinstating the individual to their original position or a comparable position; the court issuing an injunction to prevent or stop detrimental conduct; and the person, company or organisation that caused detriment or threatened detriment apologising to the individual.

personal work-related grievance) then he/she may not be covered by the whistleblower protections. Instead, an individual may have rights and protections under employment or contract law.

8.2 As such, Rugby AU encourages individuals to seek their own legal advice about whether they may be covered by the whistleblower protections and how they can resolve any personal work-related grievance.

## **9. Availability of this Policy and Training**

9.1 Rugby AU will seek to ensure that employees (including new employees) are informed about and understand this policy. Each employee will have access to a copy of this policy and will be provided with information about their rights and obligations under it.

9.2 A copy of this policy will also be available on Rugby AU's website.

9.3 This policy does not form part of any terms of employment or engagement and Rugby AU may change, apply or withdraw this policy in its discretion.

9.4 Any questions about this policy should be directed to [integrity@rugby.com.au](mailto:integrity@rugby.com.au)