

## **Whistleblower Policy of Friends of Nachusa Grasslands**

Friends of Nachusa Grasslands (the "Organization") requires its directors, officers, and voting members to observe high standards of business and personal ethics in the conduct of their duties and responsibilities within the Organization. As representatives of the Organization, the directors, officers, and voting members must practice honesty and integrity in fulfilling our responsibilities and must comply with all applicable laws and regulations.

The purpose of this Whistleblower Policy is to create an ethical and open work environment, to ensure that the Organization has a governance and accountability structure that supports its mission, and to encourage and enable directors, officers, and voting members of the Organization to raise serious concerns about the occurrence of illegal or unethical actions within the Organization before turning to outside parties for resolution.

Nothing contained in this Whistleblower Policy provides any director, officers, or voting member of the Organization with any additional rights or causes of action not otherwise available under applicable law.

### **Reporting Responsibility**

All directors, officers, and voting members of the Organization have a responsibility to report any action or suspected action taken within the Organization that is illegal, unethical, or violates any adopted policy of the Organization ("Violations").

Anyone reporting a Violation must act in good faith, without malice to the Organization, and have reasonable grounds for believing that the information reported indicates a Violation. A person who makes a report does not have to prove that a Violation has occurred. However, any report that is false or is made maliciously will be viewed as a serious offense. Disciplinary action will be taken against any reporter that knowingly makes a malicious or false Violation report.

### **No Retaliation**

No one who, in good faith, reports a Violation or who, in good faith, cooperates in the investigation of a Violation shall suffer harassment, retaliation or any adverse consequences related to their position in the Organization. Any individual within the Organization who retaliates against another individual who has reported a Violation in good faith or who, in good faith, has cooperated in the investigation of a Violation is subject to discipline, including termination of their status within the Organization.

If an individual who has made a good faith report of a Violation or who has, in good faith, cooperated in the investigation of a Violation is suffering harassment, retaliation, or adverse consequences, please contact Kirk Hallowell (the "Compliance Officer").

### **Reporting Process**

All directors, officers, and voting members should address their concerns relating to a Violation to any person within the Organization who can properly address those concerns. In most cases, the President of the Organization is the person best suited to address a concern. The Compliance Officer or any board member can also be contacted to address any concerns, if the reporter does not feel comfortable speaking with the President or is not satisfied with the President's response.

An officer who believes that there has been an actual or probable material violation of the law, or any material breach of a duty owed to the Organization, must report the violation to a superior officer, to a member of the board of directors, or the Compliance Officer. However, if the person to whom he or she would normally report is implicated in a Violation, the officer should report directly to the board of directors.

The Organization encourages anyone reporting a Violation to identify themselves when making a report in order to facilitate the investigation of the Violation. However, reports addressed to an individual within the Organization may be submitted on a confidential basis and reports may be submitted to the Compliance Officer anonymously by mailing the report of Violation with no return address. Reports will be kept confidential, to the extent possible, consistent with the need to conduct an adequate investigation.

### **Compliance Officer**

Board officers and members are required to notify the Compliance Officer of every report of a Violation. The Compliance Officer will notify the sender and acknowledge receipt of a report of Violation within five business days, but only to the extent the sender's identity is disclosed or a return address is provided.

The Compliance Officer is responsible for promptly investigating all reported Violations and for causing appropriate corrective action to be taken if warranted by the investigation. All relevant matters, including suspected but unproved matters, will be reviewed and analyzed, with documentation of the receipt, retention, investigation and treatment of the Violation. Appropriate corrective action will be taken if necessary, and findings will be communicated to the reporting person and the board of directors. Investigations may warrant investigation by independent people, such as auditors and/or attorneys.

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The board of directors is responsible for addressing all reported concerns or complaints of Violations relating to corporate accounting practices, internal controls, or auditing. Therefore, the Compliance Officer must immediately notify the board of directors of any such concern or complaint. In addition, if the Compliance Officer deems it appropriate, the Compliance Officer may advise the President and board members of any other reported Violations.

The Compliance Officer has direct access to the board of directors and is required to report to the board of directors annually about whether the Compliance Officer has received any reports under this policy.

Compliance Officer: Kirk Hallowell

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Adopted by the Board of Directors at its Meeting on \_\_\_\_\_