

WHISTLE-BLOWER CODE OF CONDUCT POLICY GRAND LODGE OF MAINE

The Sarbanes-Oxley Act which signed into law on July 30, 2002, was designed to add new governance standards for the corporate sector to rebuild public trust in publicly held companies. While the majority of this act deals directly with for profit corporations, two standards in the act, document destruction and whistle-blower protection, cover non-profit corporations.

Whistle-Blower/Code of Conduct Policy

In keeping with the policy of maintaining the highest standards of conduct and ethics the presiding officer will investigate any suspected fraudulent or dishonest use or misuse of resources or property by any members. The Grand Lodge of Maine is committed to maintaining the highest standards of conduct and ethical behavior and promote an environment that values respect, fairness and integrity. All Grand Lodge of Maine members and volunteers shall act with honesty, integrity and openness in all their dealings as representatives for the organization. Failure to follow these standards will result in disciplinary action including possible termination of dismissal from the Grand Lodge of Maine or volunteer duties and possible civil or criminal prosecution if warranted. Grand Lodge of Maine members and volunteers are encouraged to report suspected fraudulent or dishonest conduct (i.e. to act as "whistle-blower"), pursuant to the procedures set forth below.

Reporting

A person's concerns about possible fraudulent or dishonest use or misuse of resources or property should be reported to the presiding officer for determination of due process. Alternately, to facilitate reporting of suspected violations where the reporter wishes to remain anonymous, a written statement may be submitted to the presiding officer.

Definitions

Baseless Allegations: Allegations made with reckless disregard for their truth or falsity. People making such allegations may be subject to disciplinary action by the presiding officer, and/or legal claims by individuals accused of such conduct.

Fraudulent or Dishonest Conduct: A deliberate act or failure to act with the intention of obtaining an unauthorized benefit. Examples of such conduct include, but are not limited to:

- forgery or alteration of documents;
- unauthorized alteration or manipulation of computer files;
- fraudulent financial reporting;
- misappropriation or misuse of the units resources, such as funds, supplies, or other assets;
- authorizing or receiving compensation for goods not received or services not performed; and

Whistle-Blower: A Grand Lodge of Maine member or volunteer who informs a presiding officer about an activity relating to the unit which that person believes to be fraudulent or dishonest.

Rights and Responsibilities

Grand Lodge of Maine members

Grand Lodge of Maine members are required to report suspected fraudulent or dishonest conduct to the presiding officer. Reasonable care should be taken in dealing with suspected misconduct to avoid:

- baseless allegations;
- premature notice to persons suspected of misconduct and/or disclosure of suspected misconduct to others not involved with the investigation; and
- violations of a person's rights under law

Due to the important yet sensitive nature of the suspected violations, effective professional follow-up is critical. Grand Lodge of Maine members, while appropriately concerned about "getting to the bottom" of such issues, should not in any circumstances perform any investigative or other follow up steps on their own. Accordingly, a supervisor who becomes aware of suspected misconduct:

- should not contact the person suspected to further investigate the matter or demand restitution.
- should not discuss the case with attorneys, the media or anyone other than the presiding officer.
- should not report the case to an authorized law enforcement officer without first discussing the case with the presiding officer.

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 complaint. Appropriate corrective action will be taken, if necessary, and findings will be communicated back to the reporting person. Cases may warrant investigation by an independent person such as auditors and/or attorneys.

Whistle Blower Protection

The Grand Lodge of Maine will protect whistleblowers as defined below.

- The Grand Lodge of Maine will use their best efforts to protect whistle-blowers against retaliation. Whistle-blowing complaints will be handled with sensitivity, discretion and confidentiality to the extent allowed by the circumstances and the law. Generally this means that whistle-blower complaints will only be shared with those who have a need to know so that the presiding officer can conduct an effective investigation, determine what action to take based on the results of any such investigation, and in appropriate cases, with law enforcement personnel. (Should disciplinary or legal action be taken against a person or persons as a result of a whistle-blower complaint, such persons may also have right to know the identity of the whistle-blower.)
- Grand Lodge of Maine members and volunteers of the Grand Lodge of Maine may not retaliate against a whistle-blower for informing the presiding officer about an activity which that person believes to be fraudulent or dishonest with the intent.

Whistle-blowers who believe that they have been retaliated against may file a written complaint with the presiding officer. Any complaint of retaliation will be promptly investigated and appropriate corrective measures taken if allegations of retaliation are substantiated.

Whistle-blowers must be cautious to avoid baseless allegations (as described earlier in the definitions section of this policy).