



# OET

# Whistleblower Policy

**Owner:** CBLA Board

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**Version. Issue:** 1.0

**Approved By:** CBLA Board

**Status:** Final

**Classification:** Internal & External

**Date:** July 2022

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# Content

|  |    |
|--|----|
| Organisation Vision & Mission .....                          | 3  |
| 1. Background .....  | 3  |
| 2. Statement of Commitment .....                             | 3  |
| 3. Purpose & Objectives .....                                | 4  |
| 4. Scope .....   | 4  |
| 5. Definitions .....   | 4  |
| 6. Making a report .....                                     | 6  |
| 7. CBLA Protected Disclosure Officers .....                  | 6  |
| 8. Protection of Whistleblowers.....                         | 7  |
| 9. Protecting identity/confidentiality.....                  | 8  |
| 10. Roles & Responsibilities (Internal Reporting) .....      | 8  |
| 11. Investigation Process .....                              | 9  |
| 12. Outcome of investigations and reporting procedures ..... | 10 |
| 13. Policy Management & Review .....                         | 10 |

# Organisation Vision & Mission

Our vision is to **connect the world to better healthcare**

## Mission and Vision

We set the benchmark for global healthcare communication skills through industry-wide collaboration, so that work-ready healthcare professionals can be wherever they are needed.

## 1. Background

Cambridge Boxhill Language Assessment Pty Ltd (in its capacity as trustee of the CBLA Unit Trust) and legal owner of OET® is a corporate trustee governed by the *Trustee Act 1958* (Vic), and body corporate under the *Corporations Act 2001* (Cth) (“Corporations Act”).

The Corporations Act provides a consolidated whistleblower protection regime for Australia’s corporate sector<sup>1</sup>. Pursuant to s. 1317A(2) of the Corporations Act, all *large proprietary companies* must have a compliant whistleblower policy<sup>2</sup>.

For the purposes of this policy, **Whistleblowing** refers to the act of raising concerns about suspected, or actual unethical, illegal, corrupt, fraudulent, or undesirable conduct, misconduct, or any breach of the **CBLA Code of Conduct**.

## 2. Statement of Commitment

CBLA and each of its subsidiaries OET Global Pty Ltd and OET USA, LLC, (**CBLA**) are committed to the highest standards of conduct and ethical behaviour in all its business activities and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance, and good corporate governance.

CBLA does not tolerate anyone being discouraged from speaking up or being adversely affected because they have reported misconduct in accordance with this Policy. CBLA will consider disciplinary action, which may include termination of employment or engagement, where any employee has caused detriment to another because they have or want to make a disclosure in accordance with this Policy.

People who have an established relationship with CBLA may be the first to realise that there may be something seriously wrong. However, they may not wish to speak up for fear of appearing disloyal or may be concerned about being victimised or subject to reprisals for reporting a public interest disclosure.

CBLA encourages employees to act honestly and ethically in any reporting of suspected unethical, illegal, fraudulent, or undesirable conduct involving CBLA, and provides protections, so that those persons who make a report may do so confidentially and without fear of intimidation, disadvantage, or reprisal.

CBLA encourages all whistleblowers to identify themselves as part of raising a concern, however there is no requirement for the whistleblower to provide their name when making a disclosure to qualify for protection. This means that the whistleblower can be anonymous and that the identity of the whistleblower, if disclosed, must be kept confidential.

When a person makes a disclosure:

- their identity must remain confidential if this is their wish;
- they will be protected from reprisal, discrimination, harassment or victimisation for making the disclosure as defined in the Corporations Act;
- they will be notified if an independent internal inquiry or investigation will be conducted;

- they will be informed about the outcome by CBLA (unless the report was made anonymously in which case the whistleblower will be subject to regulator’s processes); and
- any retaliation for having made the disclosure will be treated as seriously under this Policy.

### 3. Purpose & Objectives

A copy of this Policy together with the CBLA Code of Conduct and Anti-bribery & Corruption Policy will be made available on internal and external CBLA sites.

The purpose of this policy is to encourage reporting of Potential Misconduct that is of legitimate concern by providing a safe reporting mechanism and protection for people who make serious Potential Misconduct disclosures including for unethical, illegal, corrupt or other inappropriate conduct, including:

- encourage a person to report Potential Misconduct if they know or have reasonable grounds to suspect such conduct;
- provide a mechanism to report Potential Misconduct (misconduct or dishonest or illegal activity) that has occurred or is suspected within CBLA;
- enable CBLA to deal with reports from whistleblowers in a way that will protect the identity of the whistleblower and provide for secure storage of the information;
- ensure that any Potential Misconduct disclosure is identified and dealt with appropriately;
- ensure that individuals who report Potential Misconduct can do so safely, securely and with confidence that they will be protected and supported; and
- help to ensure that CBLA maintains the highest standards of ethical behaviour and integrity.

### 4. Scope

This policy applies to all CBLA personnel including directors, officers, and employees of CBLA (“Personnel”), and all persons performing work at the direction of, in connection with, or on behalf of CBLA. CBLA Personnel who have reasonable grounds to suspect that potential misconduct relating to a Disclosable Matter has occurred or is occurring within or against CBLA must make a report. Anyone else who has reasonable grounds to suspect that Potential Misconduct has occurred or is occurring within or against CBLA relating to a Disclosable Matter is encouraged to make a report. This includes CBLA past team members, directors, other officers, contractors, suppliers (including employees of suppliers), and associates, as well as dependents (or their spouse’s dependents) and relatives of the above.

This policy also sets out CBLA’s procedures for dealing with reportable conduct made about CBLA personnel and protecting people from detrimental action taken in reprisal for such disclosures.

Customer complaints are not covered under this Policy and are covered under the Customer Complaints Policy.

Public interest and emergency disclosures also qualify for protection. Please speak to a Protected Disclosure Officer for more information if you wish to make such a disclosure.

### 5. Definitions

| Terminology        | Definition   |
|--------------------|--|
| Associate          | An individual who is an ‘associate’ of CBLA also provides that whistleblower protections apply to: <ul style="list-style-type: none"> <li>• a relative of any of the above (e.g. a spouse, child or dependant);</li> <li>• any person or organisation who formerly held any of the above positions — that is, former Board Members, officers, employees, contractors and closely related persons.</li> </ul> |
| Disclosable Matter | <ul style="list-style-type: none"> <li>• Misconduct, or an improper state of affairs or circumstances relating to CBLA.</li> <li>• Misconduct, or an improper state of affairs or circumstances, in relation to CBLA’s tax affairs, and where they consider the information may assist the recipient to perform functions and duties in relation to</li> </ul>   |

| Terminology                     | Definition  |
|---------------------------------|---|
|                                 | <p>its tax affairs.</p> <ul style="list-style-type: none"> <li>• Conduct in contravention of any law administered by Australian Securities and Investments Commission (<b>ASIC</b>) or Australian Prudential Regulation Authority (<b>APRA</b>) and other legislation.</li> <li>• Conduct that represents a danger to the public or the financial system (even if this conduct does not involve a breach of a particular law).</li> <li>• Conduct that is an offence against any law of the Commonwealth, where the offence is punishable by imprisonment for a period of 12 months or more.</li> </ul>   |
| Eligible Whistleblower          | <p>A person who reports a Potential Misconduct in accordance with this Policy and is a person who is, or has been, any of the following:</p> <ul style="list-style-type: none"> <li>• an officer or employee of CBLA (this includes current and former employees who are permanent, part-time, fixed term or temporary, interns, volunteers, secondees, managers and Board Members);</li> <li>• a person who supplies goods or services to CBLA or an employee of a person who supplies goods or services to CBLA (whether paid or unpaid) - this could include current and former contractors, consultants, service providers and business partners;</li> <li>• a person who is an associate of CBLA – for example, a director or company secretary of CBLA; or</li> <li>• a relative, dependent or dependent of the spouse of any person referred to in this definition of Eligible Whistleblower.</li> </ul>   |
| Personal Work-related Grievance | <p>Personal work-related grievances are not within the scope of this Policy and should be raised in accordance with the CBLA Grievance Policy.</p> <p>Personal work-related grievances are issues in relation to employment with CBLA that have personal implications (i.e. matters solely related to personal employment). Examples of personal work-related grievances include:</p> <ul style="list-style-type: none"> <li>• a conflict between an employee and another team member;</li> <li>• a decision concerning the terms of an employee's employment;</li> <li>• a decision concerning a promotion or transfer;</li> <li>• a decision concerning the handling or resolution of a workplace grievance;</li> <li>• a decision concerning disciplinary action; or</li> <li>• a decision relating to the termination of employment.</li> </ul> <p>In some limited instances, a personal work-related grievance may be covered by this Policy, such as where the grievance arises from knowledge of unethical, illegal or fraudulent conduct.</p>   |
| Potential Misconduct            | <p>Is any suspected or actual misconduct or an improper state of affairs or circumstances in relation to CBLA. This includes if you believe that a CBLA director, executive, manager, employee, team member, contractor, supplier, tenderer, or other person who has business dealings with CBLA has engaged, or attempted to engage in conduct which:</p> <ul style="list-style-type: none"> <li>• is dishonest, fraudulent, or corrupt, including bribery or other activity in breach of the Anti-bribery and Corruption Policy;</li> <li>• is an illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property, breach of competition and consumer law, privacy law or any other breaches of state or federal law or local laws and regulations applicable to CBLA overseas operations and entities);</li> <li>• represents a danger to the public or to the financial system;</li> <li>• is unethical or would constitute a breach of CBLA policy (such as breaches of privacy or confidentiality, dishonestly altering company records or data, obtaining an unauthorised or inappropriate personal benefit, adopting questionable accounting practices or wilfully breaching CBLA Code of Conduct);</li> <li>• is potentially damaging to CBLA, a team member or a third party, such as unsafe work practices, environmental damage, health risks or abuse of</li> </ul> |

| Terminology    | Definition   |
|----------------|--|
|                | CBLA property or resources; <ul style="list-style-type: none"> <li>• may cause financial loss to CBLA or damage its reputation or be otherwise detrimental to CBLA interests; or</li> <li>• concerns any other kind of misconduct or an improper state of affairs or circumstances. Potential Misconduct generally does not include Personal Work-related Grievances.</li> </ul> |
| Respondent     | The individual/s about whom there is an allegation of Potential Misconduct   |
| Whistleblowing | Disclosure by (or for) a witness of actual or suspected Potential Misconduct including breaches of law.  |

## 6. Making a report

6.1 CBLA has both informal and formal ways in which concerns can be raised depending on an individual's circumstances and the level of seriousness of the issue. If the whistleblower is comfortable, they are encouraged to raise a concern informally outside this Policy with their Line Manager. At any time before they raise a concern, they can obtain more information about this Policy, how it works and whistleblower information more generally by contacting either **Stopline** or one of the **Protected Disclosure Officers** listed in this Policy.

6.2

- a) Reports can be made in person or by telephone, or email to one of the Protected Disclosure Officers.
- b) Anonymous reporting can be submitted to either to a Protected Disclosure Officer or Stopline. If the whistleblower wishes to remain anonymous, **Stopline** will follow the protocols regarding confidentiality.

6.3 Reports can be made within business hours or outside business hours. If, at any time, the whistleblower is unsure about whether to make a public interest disclosure, the whistleblower may choose to seek their own independent legal advice. Any discussions the whistleblower has with an external lawyer will be protected under this policy and under law. Refer to section 7 below for information on to whom to make a report.

6.4 **Stopline:** Stopline is an independent and confidential reporting line that is run by an independent company. Team members, suppliers, contractors, suppliers, employees of contractors and anyone covered by this Policy may use Stopline to report Potential Misconduct and reports may be made in a number of languages. A whistleblower can make a confidential report and choose to disclose their identity: it is their choice. If they elect to remain anonymous, Stopline will follow their protocols.

Stopline can be contacted 24 hours a day 7 days a week by contacting:

- Stopline telephone 1300 304 550;
- <https://www.stopline.com.au/>

6.5 **False Reports:** A whistleblower will still qualify for protection for a disclosure even if their disclosure turns out to be incorrect. However, anyone who knowingly makes a false report of a Potential Misconduct, or who otherwise fails to act honestly with reasonable belief in respect of the report may be subject to disciplinary action, including dismissal. The disciplinary action will depend on the severity, nature and circumstance of the false disclosure.

## 7. CBLA Protected Disclosure Officers

You may report a matter directly to any current CBLA Director or to any of the following CBLA Protected Disclosure Officers:

|  |   |
|--|---|
| <b>Head of People, Culture &amp; Risk of Cambridge Boxhill Language Assessment Pty Ltd</b> | Kate Ypinazar<br>Phone: +61 0401 714 471<br>Email: <a href="mailto:Kate.Ypinazar@oet.com.au">Kate.Ypinazar@oet.com.au</a> |
| <b>CBLA Manager Risk &amp; Compliance</b>  | Chanel Elliott<br>Phone : +61 0413 313 078  |

|   |  |
|---|--|
|   | Email : <a href="mailto:privacy@oet.com.au">privacy@oet.com.au</a> |
| <b>Chair of the Audit and Risk Committee of Cambridge Boxhill Language Assessment Pty Ltd</b> | Vanessa McPhee<br>Email: Vanessa.Mcphee@cambridge.org              |

## 8. Protection of Whistleblowers

- 8.1 CBLA is committed to protecting and respecting the rights of persons who make reports under this Policy and ensuring anyone who makes a report based on reasonable grounds is treated fairly and does not suffer any disadvantage. This protection also applies to individuals conducting, assisting or participating in an investigation. Protection is available to Eligible Whistleblowers who disclose Potential Misconduct related to a Disclosable Matter and believe on reasonable grounds that it is true.
- 8.2 **Protection from Detriment:**  
If a person reports Potential Misconduct CBLA will:
- not tolerate any detrimental action or victimisation to an employee or another person where that employee or person has made, or might make, a report;
  - protect the person regardless of whether any concerns raised in a report are found to be true, provided that the report on reasonable grounds;
  - protect confidentiality unless the law requires CBLA to release it. This means that CBLA will not tell people that the person has made the disclosure unless permission has been given, or if CBLA needs to tell them so that the report can be investigated; and
  - ensure that the person is not disadvantaged for making the disclosure.
- 8.3 Anyone engaging in detrimental conduct may be subject to serious consequences, including disciplinary action and/or termination of engagements or contracts, as applicable. They may also be subject to civil and criminal penalties. If an employee or other persons believes they have suffered a detriment in violation of this policy, they are to follow the CBLA Staff Grievance Policy.
- 8.4 Eligible Whistleblowers are protected from civil, criminal or administrative liability (including disciplinary action) for making reports of Disclosable Matters. No contractual right (including under an employment contract) can be exercised against an Eligible Whistleblower to stop them disclosing a Disclosable Matter. Eligible Whistleblowers may also be entitled to seek compensation and other remedies through the courts if CBLA fails to protect the Eligible Whistleblower from detriment and the Eligible Whistleblower suffers loss or damage.
- 8.5 To ensure that all personnel are treated fairly, **protection is not available** where the disclosure is:
- a. False, trivial, or vexatious in nature with no substance – which will be treated in the same manner as a false report and may itself constitute Potential Misconduct.
  - b. Unsubstantiated allegations which are found to have been made maliciously, or knowingly to be false. These will be viewed seriously and may be subject to disciplinary action that could include dismissal, termination of service or cessation of a service or stakeholder relationship.
  - c. A Personal Work-related Grievance or opinion about the way a CBLA employee should carry out their work. Personal Work-related Grievances will be handled in accordance with the CBLA's Staff Grievance Policy.
- 8.6 Making a disclosure may not protect the whistleblower from the consequences flowing from involvement in the Potential Misconduct itself.
- 8.7 A person's liability for their own conduct is not affected by their report of that conduct under this policy. However active cooperation in the investigation, an admission and remorse may be taken into account when considering disciplinary or other action. Even though a whistleblower may be implicated in the Potential Misconduct they must not be subjected to any actual or threatened retaliatory action or victimisation in reprisal for making a report under this policy.

## 9. Protecting identity/confidentiality

CBLA will take steps to protect a whistleblower's confidentiality, for example by ensuring their concerns are overseen and investigated by suitably qualified and appointed team members and securely and confidentially storing all files and records created related to a whistleblower report or an investigation.

An employee or other person making a report can choose to remain anonymous, including over the course of the investigation and after the investigation is finalised.

CBLA encourages all individuals to disclose their identity when making a report. This will assist CBLA in the gathering of further information and during the investigation. If an employee or other person chooses to disclose their identity, their details will be treated confidentially to the fullest extent possible in connection with the investigation.

CBLA will take measures to protect a person's identity, including:

- redacting personal information;
- storing information and disclosure securely;
- referring to person in a gender-neutral context; and
- only allowing qualified staff to investigate the person's disclosures.

A person's identity will not be disclosed unless:

- they consent in writing to the disclosure;
- the disclosure is required or authorised by law;
- the disclosure is authorised under the Corporations Act; and/or
- disclosure is necessary to prevent or lessen a threat to a person's health, safety or welfare.
- CBLA may report the information disclosed, including the person's identity, to:
  - ASIC, APRA or the Australian Federal Police (AFP); or
  - to a Legal Practitioner for the purpose of obtaining advice.

It is illegal for a person to identify or disclose information that is likely to lead to the identification of a person who has made a report, unless an exception above applies.

CBLA may take disciplinary action against individuals that breach the confidentiality of a person who has made a report, including but not limited to summary dismissal.

## 10. Roles & Responsibilities (Internal Reporting)

### 10.1 Whistleblower Protection Officer

If a whistleblower is an employee and wishes, a Whistleblower Protection Officer may be appointed who is a CBLA Executive or Senior Manager, to support and provide protection to the whistleblower according to this policy. The Whistleblower Protection Officer will:

- Assist the employee in maintaining their wellbeing
- Work with the employee to understand and provide an open line of communication for the employee to report any act of reprisal
- Ensure the employee's workplace arrangements are appropriate and safe while a matter is being investigated
- Refer the employee to the Employee Assistance program
- Provide the employee with progress updates and the investigation outcome, as appropriate

### 10.2 Protected Disclosure Officer

A Protected Disclosure Officer is responsible for receiving whistleblower disclosures of Potential Misconduct and overseeing resolution. The Protected Disclosure Officer must (after reasonable preliminary inquiry):

- If the whistleblower wishes, appoint a Whistleblower Protection Officer to provide support to the whistleblower;
- Notify the Head of People, Culture & Risk (HPCR and CEO of disclosure allegations, unless their role is included in the whistleblower report.
- Where Potential Misconduct is assessed as high impact the CEO will notify the CBLA Chair, or if the CEO is included in the report, the HPCR will notify the CBLA Chair;
- Be satisfied that each disclosure of Potential Misconduct they received was appropriately inquired into or investigated;
- Be satisfied that action taken in response to the inquiry/investigation is appropriate to the circumstances;
- Provide governance oversight over any inquiry/investigation into retaliatory action taken against the whistleblower.

## 11. Investigation Process

- 11.1 Matters raised under this Policy will be received and treated seriously and with the utmost sensitivity. All matters will be dealt with fairly and objectively. While making a report does not guarantee that the matter will be formally investigated, all reports will be assessed and considered by CBLA, and a decision made as to whether they should be investigated in accordance with this Policy. CBLA's response to a report will vary depending on the nature of the report (including the amount of information provided).
- 11.2 Where an investigation is required, CBLA will investigate all matters reported under this policy as soon as practicable after the matter has been reported. If an investigation is deemed necessary, it will be conducted fairly, objectively and in a timely manner. The investigation process will vary depending on the nature of the Reportable Conduct and the amount of information provided.
- 11.3 Reports will be assessed by the Protected Disclosure Officer to:
- determine if and how they should be investigated in accordance with this Policy; and
  - determine whether the Potential Misconduct is of a serious nature, in particular if it involves conduct involving senior management and or significant financial matters.
  - consider whether there are any conflicts of interest prior to investigating;
  - determine whether external authorities need to be notified.
- 11.4 Where a report is submitted anonymously, CBLA will conduct the investigation and its enquiries based on the information provided to it. However, anonymity can sometimes prevent CBLA from taking the issue further if CBLA is not able to obtain further information from the source of the report.
- 11.5 In all cases:
- All team members and contractors must cooperate fully with any investigations.
  - The Protected Disclosure Officer may investigate the matter directly or may appoint an investigation officer (who may be internal or external to CBLA) ("Investigation Officer") to investigate the matter, other than in matters involving breaches of the Corporations Act where particular processes apply.
  - The HPCR or another Protected Disclosure Officer may be consulted to determine how CBLA will respond and/or report the matter.
  - If the matter relates to the HPCR, approval must be sought from the CEO to engage external legal advisers to oversee the investigation.
  - Unless there are confidentiality or other reasons not to do so, individuals 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 allegations made against them.
  - Where CBLA considers it appropriate to do so, it will provide feedback to the whistleblower (if they have identified themselves) regarding the investigation's progress and/or outcome (subject to considerations of the privacy of those against whom allegations are made).
  - If there is insufficient information to warrant further investigation, or the initial investigation immediately identifies there is no case to answer, the individual who reported the Reportable Conduct will be notified at the earliest possible opportunity.

- 11.6 The Investigation Officer may, at their discretion, second the expertise of other officers at CBLA or external advisors to assist in the investigation and may seek the advice of internal or external experts as required.
- 11.7 **Respondent:** CBLA recognises that individuals against whom a report is made must also be supported during the handling and investigation of the Potential Misconduct report. CBLA takes reasonable steps to treat fairly any person who is the subject of a report, applying the principles of natural justice in any investigation. Any individuals who are accused of Potential Misconduct (the Respondent) will:
- be afforded fair treatment and an impartial investigation, where an investigation is deemed appropriate;
  - be entitled to the presumption of innocence within the usual framework of the law;
  - have their identity as the subject of a Potential Misconduct report protected and kept confidential where this is possible and reasonable, subject to the requirements of law and this Policy;
  - within the constraints of confidentiality informed as to the substance of the allegations and given a reasonable opportunity to respond to the allegations;
  - be offered assistance via our Employee Assistance Program;
  - have an opportunity to respond to allegations before any adverse findings are made and before any disciplinary action (if appropriate) is taken.
- 11.8 **Communication with the Whistleblower:** CBLA will ensure that, provided the claim was not submitted anonymously, the whistleblower is kept informed of the outcomes of the investigation of their allegations. This will be subject to the considerations of privacy of those against whom allegations are made and considerations of confidentiality affecting CBLA.

If the Eligible Whistleblower is not an employee of CBLA, the Eligible Whistleblower will be kept informed of the investigative outcomes (subject to privacy considerations as above), once the Eligible Whistleblower has agreed in writing to maintain confidentiality in relation to any information provided to them regarding a report made by them.

## 12. Outcome of investigations and reporting procedures

At the end of the investigation, the Protected Disclosure Officer must submit a report to the HPCR, which will be the property of CBLA and will remain confidential.

Where an investigation identifies a breach of CBLA Code of Conduct or other 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 the person(s) involved in the Potential Misconduct. If the report finds that there has been a suspected or an actual breach of the law, CBLA may refer the matter to the relevant legal authority.

The HPCR will be responsible for preparing periodic reports on the number and type of whistleblower incident reports. These reports will also be tabled at the CBLA Audit and Risk Committee at regular intervals to ensure the Board have full visibility and transparency about whistleblower matters including any material incidents.

The Audit and Risk Committee will determine whether any matters need to be considered by the Board, including information about any material incidents raised.

Team members who have roles under this Policy receive training on discharging their responsibilities and will be advised of any changes to this Policy and their responsibilities as required.

## 13. Policy Management & Review

This policy is made available on CBLA's website.

CBLA must at all times maintain a compliant Whistleblower Policy.