

# Whistleblower Policy

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**.aUDA**  
.AU DOMAIN ADMINISTRATION LTD

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## Purpose of this Policy

- .au Domain Administration Limited (**auDA**) relies on whistle-blowers to bring misconduct and wrongdoing to auDA's attention, and encourages anyone who has concerns to raise their concerns in an appropriate manner. auDA is committed to protecting and supporting anyone who makes a disclosure that qualifies for protection under the Whistle-blower Regime.
- The purpose of this Policy is to:
  - (a) promote a culture of ethical behaviour and accountability, and prevent and address wrongdoing when it occurs;
  - (b) set out details of the avenues available to you for raising concerns of suspected wrongdoing; and
  - (c) explain how auDA will deal with disclosures it receives.
- This Policy applies to auDA and its related bodies corporate (**auDA**).
- This Policy will be made available to employees and officers of auDA on the company website and in The Employment Policy Handbook.

## Can I make a protected disclosure?

- In Australia, the *Corporations Act 2001* (Cth) and the *Taxation Administration Act 1953* (Cth) provide for protection of whistleblowers (**Whistleblower Regime**).
- Disclosures made on or after 1 July 2019 in accordance with the requirements of the Whistleblower Regime are called "protected disclosures".
- You can make a "protected disclosure" under the Whistleblower Regime if:
  - (a) you are an "eligible whistleblower"; and
  - (b) the disclosure you make is about a "disclosable matter"; and
  - (c) you make the disclosure to a person who is eligible to receive a protected disclosure.
- Each of these requirements are explained further below.

### You must be an "eligible whistleblower"

You are an "eligible whistleblower" if you are, or have previously been:

- (a) an **officer** of auDA;
- (b) an **employee** of auDA;
- (c) a person who **supplies goods or services** to auDA, or an employee of a supplier;
- (d) an individual associate of auDA;
- (e) either:

- (i) in relation to the Corporations Act, **a relative, dependant, or spouse of a dependant** of any of the above individuals; or
- (ii) in relation to the Tax Administration Act, **a spouse, child, dependant, or spouse of a dependent** of any of the above individuals.

### **You must make a disclosure about a "disclosable matter"**

Only disclosures of certain types of information will qualify for protection under the Whistleblower Regime.

#### ***What is a "disclosable matter" under the Corporations Act?***

Information is a "disclosable matter" under the Corporations Act if the eligible whistleblower has reasonable grounds to suspect that the information disclosed:

- (a) concerns misconduct or an improper state of affairs or circumstances in relation to auDA. Misconduct includes fraud, negligence, default, breach of trust and breach of duty. Conduct does not necessarily need to be unlawful to fall within the scope of misconduct or an improper state of affairs or circumstances, and may include:
  - (i) dishonest or unethical behaviour or practices;
  - (ii) conduct prohibited by auDA's Code of Conduct; and
  - (iii) unsafe work practices and other significant safety concerns; or
- (b) indicates that auDA or any employee or officer of auDA has engaged in conduct that:
  - (i) constitutes a contravention of specific legislation, including the Corporations Act, Australian Securities and Investments Commission Act 2001, Banking Act 1959, Financial Sector (Collection of Data) Act 2001, Insurance Act 1973, Life Insurance Act 1995, National Consumer Credit Protection Act 2009, Superannuation Industry (Supervision) Act 1993; or
  - (ii) constitutes an offence against any other law of the Commonwealth that is punishable by at least 12 months' imprisonment; or
  - (iii) represents a danger to the public or the financial system.

An example of where you would be unlikely to have "reasonable grounds" to suspect misconduct or an improper state of affairs is if you were to make a deliberately false report.

However, provided that you have "reasonable grounds" to suspect misconduct or an improper state of affairs, a disclosure you make may qualify for protection even if the information later turns out to be incorrect.

#### ***What types of matters do not qualify for legal protection under the Corporations Act?***

Except in certain circumstances, a personal work-related grievance (for example a disclosure about an interpersonal conflict or a disciplinary decision) will not be protected.

A personal work-related grievance **will** be protected if:

- (a) the grievance also concerns allegations of victimisation under the Whistleblower Regime; or
- (b) the grievance, if made out, would:
  - (i) constitute a contravention of specific legislation, including the Corporations Act, Australian Securities and Investments Commission Act 2001, Banking Act 1959, Financial Sector (Collection of Data) Act 2001, Insurance Act 1973, Life Insurance Act 1995, National Consumer Credit Protection Act 2009, Superannuation Industry (Supervision) Act 1993;
  - (ii) constitute an offence against any other law of the Commonwealth that is punishable by at least 12 months' imprisonment; or
  - (iii) represent a danger to the public or the financial system; or
- (c) the grievance also has significant implications for auDA that do not relate to the eligible whistleblower.

***What is a "disclosable matter" under the Tax Administration Act?***

Information is a "disclosable matter" under the Tax Administration Act if:

- (a) the eligible whistleblower has reasonable grounds to suspect that the information concerns misconduct or an improper state of affairs or circumstances in relation to the tax affairs of auDA or an associate of auDA; and
- (b) the eligible whistleblower considers that the information may assist the eligible recipient to perform their functions or duties in relation to the tax affairs of auDA or an associate of auDA.

**You must make the disclosure to someone authorised to receive a protected disclosure**

***Reporting within auDA***

The following individuals have been appointed as the main recipients for auDA for the purposes of receiving protected disclosures under the Corporations Act and the Tax Administration Act:

- (a) the Chief Executive Officer;
- (b) the Company Secretary; and
- (c) <http://auda.stoplinereport.com/>

auDA encourages all eligible whistle-blowers to contact the above individuals in the first instance when raising a concern under this Policy.

Protected disclosures may also be made to one of the following contacts:

<i>Corporations Act disclosures</i>	<i>Tax-related disclosures</i>
A. an officer of auDA;	A. a director or secretary of auDA;
B. a senior manager of auDA;	

<p>C. an auditor, or a member of an audit team conducting an audit, of auDA; and</p> <p>D. an actuary of auDA.</p>	<p>B. a senior manager of auDA (as defined in the left column);</p> <p>C. any other employee or officer of auDA who has functions or duties that relate to the tax affairs of auDA;</p> <p>D. an auditor, or a member of an audit team conducting an audit, of auDA; and</p> <p>E. a registered tax agent or BAS agent who provides tax agent services or BAS services to auDA.</p>
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**Reporting outside of auDA**

auDA takes all protected disclosures seriously. auDA accordingly encourages its employees and others to raise their concerns directly with an eligible recipient of auDA as outlined above. This enables auDA to investigate and address any wrongdoing as early as possible.

However, an eligible whistleblower may also make a protected disclosure to:

- A. the Australian Securities and Investments Commission (**ASIC**), the Australian Prudential Regulation Authority (**APRA**) or another prescribed Commonwealth authority. ASIC and APRA have issued information sheets or guides on whistleblower rights and protections, which are available [here](#) and [here](#);
- B. a legal practitioner, in order to obtain legal advice or legal representation in relation to the Whistleblower Regime;
- C. in limited circumstances, a journalist or member of Parliament. Any such disclosure would need to meet the strict criteria set out under the Corporations Act in order to attract the protections of the Whistleblower Regime. We recommend that you seek independent advice if you are considering making a protected disclosure to a journalist or member of Parliament.

If the protected disclosure relates to the tax affairs of auDA, then an eligible whistleblower may make a protected disclosure to:

- A. a legal practitioner in order to obtain legal advice or legal representation in relation to the Whistleblower Regime;
- B. in certain circumstances, the Commissioner of Taxation. We recommend that you seek independent advice if you are considering making a protected disclosure to the Commissioner of Taxation.

**How may disclosures be made?**

- There is no requirement for disclosures to be made in a particular form. Disclosures may be made in writing (e.g. via email), in person or via telephone.
- A whistle-blower Disclosure Form is included as Schedule 1 to this Policy. If you wish to make a disclosure, you can do so by filling out this form and sending it to:

- Email: [auda@stoline.com.au](mailto:auda@stoline.com.au) (please copy and paste the address)
- Online: <http://auda.stoplinereport.com/>
- Mail: .au Domain Administration Ltd c/- The STOPline, Locked Bag 8, Hawthorn Vic 3122
- You may elect to make a protected disclosure on an anonymous basis, and remain anonymous throughout the investigation process and after an investigation is concluded, including by adopting a pseudonym. However, it may be more difficult (and in some circumstances, impossible) for auDA effectively to investigate an anonymous disclosure, particularly where limited information is provided.
- If you disclose your identity when making a protected disclosure, the person who received your disclosure will treat your identity confidentially in accordance with the below confidentiality protections (set out in Section 4). auDA has measures in place to ensure that it handles and stores documents regarding your protected disclosure confidentially.

## What protections are available if I make a protected disclosure?

- If you make a protected disclosure under the Whistle-blower Regime, the following legal protections will apply to you.

### Confidentiality

The Whistleblower Regime sets strict confidentiality obligations regarding your identity information if you make a protected disclosure.

It is unlawful for auDA to disclose the identity or information that may lead to the identification of a whistleblower (**Confidential Identity Information**) unless auDA is authorised to do so under the Whistleblower Regime.

There are limited circumstances in which auDA is authorised to disclose Confidential Identity Information, including:

- (d) if the disclosure is made with the whistleblower's consent; and
- (e) the disclosure is made to ASIC, APRA, a member of the Australian Federal Police (**AFP**) or another body prescribed by the regulations.

In some circumstances, auDA will request that you give your consent to disclose your identity in order effectively to investigate your protected disclosure. You are under no obligation to provide your consent, but we encourage you to do so as it will enable us to fully investigate a protected disclosure and take appropriate action.

If you do not consent to the disclosure of your identity, the matter may nevertheless be referred for investigation, but the investigator will be required to take all reasonable steps to reduce the risk of you being identified as a result of the investigation.

### Protection from legal action

Eligible whistleblowers who make a protected disclosure under the Whistleblower Regime are protected from certain action taken by auDA or any individual for making the disclosure, including:

- (a) civil, criminal, and administrative (including disciplinary) action against the whistleblower; and
- (b) contractual action, including termination of a contract on the basis that making the disclosure is a breach of that contract.

#### Prohibition against victimisation

It is unlawful for a person to:

- (a) engage in any conduct that causes any detriment; or
- (b) make a threat to cause any detriment,

to a whistleblower or another person because the person engaging in the conduct believes or suspects that the other person or a third person made, may have made, proposes to make, or could make, a protected disclosure.

"Detriment" includes dismissal, disciplinary action, harassment, discrimination, property damage, reputational damage and other types of damage to a person.

Penalties apply for engaging in any of the conduct referred to above. Any person involved in the contravention may be found liable.

If a person suffers, or is threatened, detriment in contravention of the Whistle-blower Regime, the person may apply to the court for an order of compensation or another remedy against those who were involved in the contravention.

## What if I make a disclosure that does not qualify for protection under the whistle-blower regime?

If you do not meet the requirements set out in Part 2, then you will not qualify for the legal protections under the Corporations Act or the Tax Administration Act.

However, your disclosure may be protected under other legislation - for example, the *Fair Work Act 2009* (Cth) or Workplace Health and Safety legislation.

## How auDA will handle and investigate disclosures?

- auDA takes all protected disclosures seriously and, where appropriate, will investigate protected disclosures that are reported to an eligible recipient within auDA. All investigations into protected disclosures will be conducted fairly, without bias or prejudice against either the whistle-blower or any other person allegedly involved in the matter.
- auDA will need to make preliminary enquiries to assess:
  - (a) whether the disclosure falls within the scope of the whistle-blower Regime; and
  - (b) how best to progress the issues raised in the disclosure, including whether or not a full investigation will be necessary and possible.
- If an investigation is necessary and possible then, depending on the nature of the disclosable matter, a protected disclosure will be either:

- (a) investigated internally (by management); or
  - (b) referred to an appropriate external person or party for investigation.
- The referral of a protected disclosure for investigation will be done in accordance with the confidentiality obligations that auDA owes to the whistle-blower. If compliance with auDA's confidentiality obligations will prevent it from conducting a fair investigation, auDA will discuss this with the whistle-blower before progressing the matter.
  - It is important to understand that auDA may not be able to commence or progress with an investigation into a protected disclosure in some circumstances, for example because:
    - (a) the whistle-blower made the disclosure anonymously and did not provide any contact details for auDA to obtain further information from the whistle-blower; or
    - (b) auDA is unable to proceed with the investigation without disclosing the whistle-blower's identity, but the whistle-blower does not provide consent to such disclosure.
  - auDA will aim to keep the whistle-blower informed of the progress of the investigation and its expected timescale. However, confidentiality concerns may prevent auDA from providing specific details of the investigation or any disciplinary action taken as a result. All auDA employees and officers should treat any information about any investigation commenced under this Policy as confidential.

## Support for whistleblowers and others

- auDA is committed to ensuring all employees and officers feel supported and able to raise issues which relate to any misconduct or improper state of affairs or circumstances within auDA.
- Where a protected disclosure is made, auDA will reiterate the requirements of this Policy and the Whistleblower Regime with any person concerned in the investigation of the disclosure.
- As stated in Section 6, auDA will conduct investigations into protected disclosures in a manner which is fair in all of the circumstances. We will have regard to the protections afforded to the whistleblower and the privacy and fair treatment of persons referred to in the disclosure, including those to whom the disclosure relates.
- auDA will determine whether any disciplinary outcomes or other remedies are appropriate after an investigation into a protected disclosure is completed.
- auDA recognises that involvement with a protected disclosure or its management can be stressful. auDA offers an Employee Assistance Program (**EAP**) to provide support for employees dealing with personal or workplace issues and who require confidential support. The EAP is available to all auDA employees, whether that employee is considering making or has made a Protected Disclosure, is a person

mentioned in or the subject of a Protected Disclosure, or is otherwise involved in the process. If you would like to contact the EAP, you can do so on 1300 360 364.

## Fair treatment

- auDA will not tolerate any reprisals or threats of reprisals made against whistle-blowers and will take appropriate steps to protect whistle-blowers from such retaliation, consistent with the provisions of Section 43 of this Policy.
- It is important that all investigations into protected disclosures are conducted in a procedurally fair and confidential manner, to ensure the fair treatment of any individuals named in the protected disclosure or to whom the protected disclosure relates.
- No action will be taken against any individual implicated in a protected disclosure until an investigation has determined whether any allegations against them are substantiated. However, if appropriate, an implicated employee or officer may be temporarily stood down on full pay pending the outcome of the investigation.

## Other Information

It is a condition of any employment by auDA that all employees comply with this Policy at all times. However, this Policy does not form part of any employee's contract of employment with auDA.

Breach of this Policy by an employee of auDA may be regarded as misconduct and may lead to disciplinary action up to and including termination of employment.

- auDA will review this Policy periodically as required and may amend it from time to time.

## Review of this Policy

The Company Secretary will be responsible for keeping this policy up-to-date. A formal review of this policy will occur every two years, or earlier as a result of changes in law or regulation.

This policy will be submitted for review by the Governance Committee of auDA, who will make recommendations to the Board. The Board is responsible for approving this Policy.

### **Policy History:**

**Policy Version:** 1.0

**Policy Effective:** 18.10.2019

**Review Date:** October 2021

## Schedule 1

### auDA – whistleblower disclosure form

Please fill out this form if you wish to make a protected disclosure under the Whistleblower Regime as set out in the *Corporations Act 2001* (Cth) and / or the *Taxation Administration Act 1953* (Cth).

auDA's **Whistleblower Policy** sets out in further detail:

- who is eligible to make a protected disclosure under the Whistleblower Regime;
- what types of information will qualify for protection;
- to whom a protected disclosure can be made; and
- the protections available to whistleblowers who make protected disclosures.

Please fill out this form and return it by emailing: [auda@stopleveline.com.au](mailto:auda@stopleveline.com.au) or by mail to: .au Domain Administration Ltd c/- The STOPline, Locked Bag 8, Hawthorn Vic 3122

#### Your details

You are not required to consent to auDA disclosing your identity for the purposes of conducting an investigation, or to provide your contact details.

However, if you do not provide this consent or give us your contact details, in many circumstances it will be difficult or impossible for auDA to effectively investigate your disclosure.

In addition, if you do not provide your contact details, we will not be able to keep you informed of the progress (and any outcomes) of any investigation into your disclosure.

Please refer to the auDA Whistleblower Policy for information about auDA's confidentiality obligations under the Whistleblower Regime.

What is your relationship with auDA?

Current officer or employee

Former officer or employee

Contractor

	Supplier <input type="checkbox"/> Relative of any of the above persons <input type="checkbox"/> Other <input type="checkbox"/>
Do you consent to auDA disclosing your identity for the purposes of conducting an investigation?	Yes <input type="checkbox"/> No <input type="checkbox"/>
Would you like to provide contact details?  *Note: if you are making a disclosure anonymously and wish to remain anonymous, you may provide an unknown email address or pseudonym that will allow auDA to communicate with you.	If yes, please insert:  Name or pseudonym:  Email:  Phone:  Best time to contact:
<p><b>Your disclosure</b></p> <p>Please provide us with as much information as you can so that we are able to effectively investigate your disclosure.</p> <p>If you have provided us with contact details, we may be in contact with you to try to obtain further information or clarify the information that you have provided.</p> <p>If you would like to remain anonymous, please take care not to identify yourself in the information you provide.</p>	
What is the general nature of the matter you wish to disclose?  *Note: there is space below this table for you to attach a more detailed summary of your allegation/s, if you wish.	

<p>Please identify the person/s engaged in the alleged behaviour.</p>	
<p>Are management aware of this problem? If so, please provide names and details.</p>	
<p>Please provide the specific or approximate time this incident occurred.</p>	
<p>How long do you think this problem has been going on?</p>	
<p>Where did this incident occur?</p>	
<p>How did you become aware of this matter?</p>	

<p>Are you aware, or do you believe, that any person/s have attempted to conceal this problem? If yes, please provide details.</p>	
<p>Please provide any other details regarding this allegation that you think we should know, including the names and / or locations of any witnesses.</p>	
<p>What outcome are you seeking by raising this matter?</p>	
<p>Please <b>attach</b> any supporting information or documents that you have in relation to this matter.</p>	

If you would like to provide a more detailed description of your allegation (or of any of the matters raised above), please do so here:

