

Whistleblowing policy

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Defined Terms

Capitalised terms used in this policy shall have the following meaning:

ARCC	the Audit, Risk and Compliance Committee, being the sub-committee of the Board of Directors of Oxford Policy Management Limited responsible for matters relating to audit, risk and compliance
Associated Parties	All persons and entities working for or on behalf of OPM in any capacity, including agency workers, seconded workers, volunteers, interns, agents, contractors, external consultants, third-party representatives, Fellows of the Oxford Policy Fellowship, sponsors and business partners or any other person working with, or on behalf of OPM wherever located
Key Contacts	OPM's Head of HR, Chief Operating Officer and Head of Legal
OPM or us, we, our	means: <ul style="list-style-type: none">(i) Oxford Policy Management Limited;(ii) Oxford Policy Management Limited's subsidiaries and branch and representative offices wherever located; and(iii) Oxford Policy Management Limited's subsidiary's branch and representative offices wherever located
Staff	All persons employed by OPM at all levels, including directors, officers, managers and employees, whether permanent, fixed-term or temporary

1. Introduction and purpose

- 1.1 OPM is committed to the highest standards of ethical conduct and integrity in our business activities. All Staff and Associated Parties are expected to conduct themselves professionally and within the law. However, all organisations face the risk of things going wrong from time to time, or of unknowingly harbouring illegal or unethical conduct. A culture of openness and accountability is essential in order to prevent such situations occurring and to address them when they do occur.
- 1.2 The purpose of this Whistleblowing Policy (**this Policy**) and associated Whistleblowing Programme is to support an open and honest culture by providing individuals who have concerns of misconduct, a safe alternative to remaining silent.
- 1.3 The Whistleblowing Programme (**the Programme**) is a coordinated programme of activity designed to encourage the raising of any concerns at the earliest opportunity. In this way, the **Programme** is a key element of risk management across OPM.
- 1.4 The aims of this Policy are:
 - to encourage individuals to report suspected wrongdoing as soon as possible, in the knowledge that their concerns will be taken seriously and investigated as appropriate, and that their confidentiality will be respected;
 - to provide guidance as to how to raise concerns; and
 - to reassure individuals that they are able to raise genuine concerns without fear of reprisals, even if they turn out to be mistaken.

2. Policy statement

- 2.1 OPM is committed to the highest standards of ethical conduct and integrity in our business activities, in line with our staff and supplier Codes of Conduct. However, we acknowledge that there may be times when OPM's Staff and Associated Parties do not meet our standards. This Policy provides information for those situations.
- 2.2 OPM is committed to:
 - creating an open and honest culture led from the top, with this Policy owned by the Board of Oxford Policy Management Limited;
 - identifying, remedying, and eradicating malpractice and wrongdoing within its business and supply chains;
 - supporting and protecting whistleblowers who make a report internally or externally in accordance this Policy, through our Whistleblowing Programme;
 - ensuring that victimisation or unfair treatment of individuals who raise a concern in accordance with this Policy will **not** be tolerated; and
 - **not** using internal confidentiality agreements or statements prohibiting or otherwise restricting Staff and Associated Persons from reporting whistleblowing concerns to appropriate external authorities, such as regulators and contract funders.

3. Scope

- 3.1 This Policy and Programme apply to all Staff and Associated Parties.
- 3.2 This Policy does not form part of any employee's contract of employment and we may amend it at any time.

4. What is whistleblowing?

- 4.1 Whistleblowing is raising of a concern about a danger, risk, malpractice or wrongdoing which affects yourself and / or others. It applies whether the concern is raised internally or externally. This may include (but is not limited to):
 - abuse of authority relating to a government contract;
 - anti-competitive behaviour (when businesses agree with competitors to prevent, restrict or distort their competition to affect trade, e.g. fixing prices on goods and services; dividing markets or customers; rigging bids; exchange of commercially sensitive information);
 - breach of our internal policies and procedures including our Code of Conduct;
 - bribery or corruption (see OPM's Anti-Bribery and Corruption Policy);
 - concerns about harm or risk of harm to children or vulnerable adults (see OPM's Safeguarding Policy);
 - conduct likely to damage our reputation;
 - conflict of interest (see OPM's Conflict of Interest Policy);
 - criminal activity;
 - damage to the environment (see OPM's Environmental Policy);
 - danger to health and safety (see OPM's Health and Safety Policy);
 - failure to comply with any legal obligation;
 - financial fraud or gross mismanagement;
 - gross waste of client funds;
 - facilitating tax evasion (see OPM's Anti-facilitation of Tax Evasion Policy);
 - human trafficking and slavery (see OPM's Anti-slavery and Human Trafficking Policy);
 - miscarriages of justice;
 - negligence;
 - terrorism funding (see OPM's Anti-Terrorism Statement);
 - unauthorised disclosure of confidential information (see OPM's Data Protection Policy); and

- the deliberate concealment of any of the above matters.
- 4.2 A whistleblower is a person who raises a genuine concern a danger, risk, malpractice or wrongdoing, such as those listed above. If you have any genuine concerns related to suspected wrongdoing or danger in relation to any of our activities (a reportable concern) you should report it under this Policy.
- 4.3 This Policy should not be used for complaints relating to your own personal circumstances, such as the way you have been treated at work. In those cases you should use the Grievance Procedure or Anti-Harassment and Bullying Policy as appropriate.
- 4.4 If you are uncertain whether something is within the scope of this Policy, you should seek advice from your line manager, the Head of HR, the Chief Operating Officer or the Head of Legal (**Key Contacts**).

5. OPM's Whistleblowing Programme

- 5.1 The Whistleblowing Programme comprises a number of complementary elements, these include:
- a commitment from the Board of Oxford Policy Management Limited to conduct business lawfully;
 - a commitment never to use internal confidentiality agreements or statements prohibiting or otherwise restricting Staff and Associated Persons from reporting whistleblowing concerns to appropriate external authorities, such as regulators and contract funders
 - training for individuals responsible for receiving concerns and managing the Programme;
 - all staff training on our Whistleblowing Policy;
 - regular awareness raising of the Whistleblowing Programme;
 - publication of this Policy on our website alongside the details of our independent reporting mechanism;
 - the provision of an independent reporting mechanism accessible internationally;
 - a consistent response to concerns raised;
 - responsibility for maintaining the Whistleblowing Programme and a commitment to its regular review; and
 - the provision of assurance to the ARCC in relation to the whistleblowing programme.

Elements of the Whistleblowing Programme are described further below.

6. Training

- 6.1 OPM will provide whistleblowing training to all new staff joining OPM as part of the induction programme.

- 6.2 OPM will repeat training in relation to the Whistleblowing Programme annually, and / or upon substantive changes to this Policy.
- 6.3 We will test understanding of this Policy through our online training platform and record Staff confirmation of agreement to the Policy in the same manner.

7. How to raise a concern

- 7.1 All Staff and all Associated Parties, are expected to report any concerns of issues covered by this Policy wherever they are in the world. They are also expected to cooperate with any resulting investigation. You do not need to be certain of the occurrence of an issue of concern. It follows that you are not expected to investigate your suspicions.
- 7.2 All Staff and Associated Parties may raise concerns:
- in person or in writing;
 - anonymously or in person; and/or
 - at any time about an incident that happened in the past, is happening now, or you believe will happen in the future;
- 7.3 We encourage Staff to first consider raising their concerns with their line manager, and Associated Parties their Programme or Project Manager. They may be able to agree a way of resolving your concern quickly and effectively. In some cases they may refer the matter to the Head of Legal or the Head of HR.
- 7.4 If you would rather speak to another person within OPM or you feel that your line or programme / project manager has not addressed your concern you can contact the Head of HR and/or the Head of Legal.
- 7.5 If you would prefer to report through an independent third party you can do this by:
- Calling the whistleblowing hotline number for your location (available on OPM's intranet and website);
 - Calling OPM's external whistleblowing hotline from the UK on 0800 890 011 followed by 833-945-3461 when prompted
 - Completing the web reporting form at opml.ethicspoint.com
 - Emailing or calling the client's reporting mechanism, e.g. for UK FCDO the Counter Fraud and Whistleblowing Unit at reportingconcerns@fcdo.gov.uk or on +44(0)1355843747
- 7.6 OPM also has an obligation to notify our clients (including for example FCDO and USAID) of specific whistleblowing concerns. The Head of Legal is responsible for coordinating notifications to clients. Alternatively, you can use a client's reporting mechanism directly. The contact details for reporting concerns for individuals working on FCDO and USAID programmes are set out in section 12 of this Policy.

8. Confidentiality

- 8.1 All matters raised under this Policy will be dealt with confidentially so far as we are able to in compliance with the law and our policies and procedures. However, it should be noted that we cannot guarantee confidentiality as there may be legal or contractual requirements to disclose information relating to a matter raised. For example, OPM has an obligation to notify some clients of safeguarding concerns. The Head of Legal co-ordinates notifications to clients, and will submit a Report on your behalf, if it is necessary to do so.
- 8.2 Furthermore, although we will always try to act with discretion and sensitivity, OPM cannot prevent the identity of a person raising an issue being deduced by others.
- 8.3 We hope that you will feel able to voice reportable concerns openly under this Policy. However, you can report your concern anonymously. We do not encourage individuals to make disclosures anonymously. Proper investigation may be more difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible. We may not be able to take the claim further if you haven't provided all the information we need. Whistleblowers who are concerned about possible reprisals if their identity is revealed should come forward to the Head of Legal or the Head of HR or the Chief Operating Officer, and appropriate measures can then be taken to preserve confidentiality. Whistleblowers are protected under UK law, and in many of the jurisdictions where we work.
- 8.4 OPM would like to stress the importance of those raising concerns to fully cooperate with any investigation process. It is quite usual for further information to be sought from those raising concerns as an investigation progresses. Concerns raised anonymously can be more difficult to investigate.

9. Investigation and outcome

- 9.1 Once you have raised a concern, we will carry out an initial assessment to determine the scope of any investigation and will follow the procedure set out in our Issues and Concerns Reporting and Management Policy. We will endeavour to give a commitment on timescales for investigation at that point. You may be required to attend additional meetings in order to provide further information.
- 9.2 In some cases, we may appoint an independent investigator including Staff with relevant experience of investigations or specialist knowledge of the subject matter. Sometimes our clients or funders may appoint their own independent investigators. The investigator(s) may make recommendations for change to enable us to minimise the risk of future wrongdoing.
- 9.3 We will aim to keep you informed of the progress of the investigation and if there are changes to its likely timescale. However, sometimes the need for confidentiality may prevent us giving you specific details of the investigation or any disciplinary action taken as a result. You should treat any information about the investigation as confidential.

- 9.4 While we cannot always guarantee the outcome you are seeking, we will deal with your concern fairly and in an appropriate way. By using this Policy you can help us to achieve this.
- 9.5 If you are not happy with the way in which your concern has been handled, you can raise it with one of the other Key Contacts. Alternatively, you may contact the chairman of the Audit, Risk and Compliance Committee.

10. Protection and support for whistleblowers

- 10.1 It is understandable that whistleblowers are sometimes worried about possible repercussions. We encourage openness and will support Staff who raise genuine concerns under this Policy, even if they turn out to be mistaken.
- 10.2 Whistleblowers must not suffer any detrimental treatment as a result of raising a concern. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a genuine concern. If you believe that you have suffered any such treatment, you should inform the Head of HR or the Chief Operating Officer immediately.
- 10.3 Extra legal protection exists for whistleblowers concerned with US Federal contracts (such as USAID and Millennium Challenge Corporation). US Federal contractors and subcontractors are prohibited from discharging, demoting, or otherwise discriminating against Staff or Associated Parties as a reprisal for disclosing information that he or she reasonably believes is evidence of gross mismanagement of a US Federal contract, a gross waste of US Federal funds, an abuse of authority relating to a US Federal contract, a substantial and specific danger to public health or safety, or a violation of law, rule, or regulation related to a US Federal contract (including the competition for or negotiation of a contract).
- 10.4 You must not threaten or retaliate against anyone who raises a concern under this Policy in any way. If you are involved in such conduct you may be subject to disciplinary action.

11. Malicious allegations

- 11.1 OPM encourages the reporting of concerns. However, we also recognise the opportunity this Policy provides for the malicious reporting of false concerns. OPM has a duty to protect Staff from malicious false allegations and will treat malicious concerns raised under this Policy as a serious breach of OPM's Disciplinary Procedure. Staff who deliberately raise false concerns may face dismissal.

12. External disclosures

- 12.1 The aim of this Policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.
- 12.2 The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a regulator. It will very rarely, if

ever, be appropriate to alert the media. We strongly encourage you to seek advice before reporting a concern to anyone external as your statutory protections can be affected by reporting your concerns externally. The independent whistleblowing charity, Protect, operates a confidential helpline. They also have a list of prescribed regulators for reporting certain types of concern: <https://protect-advice.org.uk/>.

- 12.3 For individuals working on FCDO programmes, you may contact the Counter Fraud and Whistleblowing Unit by email at reportingconcerns@fcdo.gov.uk for or by telephone on +44 (0) 1355 843747.

For individuals working on US Federal contracts disclosures may be made directly to any of the following:

- A Member of US Congress or a representative of a committee of the US Congress.
- A US Inspector General.
- The US Government Accountability Office.
- A US Federal Government employee responsible for contract oversight or management at the relevant agency.
- An authorized official of the US Federal Government Department of Justice or other law enforcement agency.
- A US court or grand jury.
- A management official or other employee of the contractor or subcontractor who has the responsibility to investigate, discover, or address misconduct.

- 12.4 Reportable concerns usually relate to the conduct of our Staff, but they may sometimes relate to the actions of a third party, such as a customer, supplier or service provider. In some circumstances the law will protect you if you raise the matter with the third party directly. However, we encourage you to report such concerns internally first. You should contact your line manager or one of the other Key Contacts for guidance.

13. Responsibilities

- 13.1 All Staff and Associated Parties are responsible for the success of this Policy and should ensure that they use it to disclose any suspected danger or wrongdoing. You must ensure that you read, understand and comply with this Policy, report your concerns and assist with investigations. Staff are invited to comment on this Policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Head of Legal.
- 13.2 The ARCC has overall responsibility for this Policy, and for reviewing the effectiveness of actions taken in response to concerns raised under this Policy.
- 13.3 The Chief Executive Officer is responsible for ensuring the Programme works effectively. The Chief Executive Officer is also responsible for receiving concerns raised directly with him/her and passing these concerns to either the Head of Legal and/or the Head of HR and/or the Chief Operating Officer.

- 13.4 The Head of Legal is the owner of the Programme and has day-to-day operational responsibility for this Policy, including providing quarterly reports to the ARCC on concerns raised pursuant to the Policy and on the functioning of the Programme on a quarterly basis.
- 13.5 The Head of Legal, the Head of HR and the Chief Operating Officer have responsibility for receiving concerns and providing advice under this Policy.
- 13.6 Line managers have responsibility for recording concerns raised under this Policy and referring these concerns to either the Head of Legal and/or the Head of HR and/or the Chief Operating Officer and/or the Chief Executive Officer.

14. Programme review

- 14.1 The Whistleblowing Programme will be subject to review every two years, or more frequently if changes to the operating or legal environment justify a review. Any suggestions for improvement should be submitted to the Head of Legal for consideration as part of any forthcoming review.

END

Whistleblowing Policy

Document Purpose:

- To encourage the reporting of suspected wrongdoing as soon as possible, in the knowledge that concerns will be taken seriously and investigated as appropriate, and that confidentiality will be respected.
- To provide guidance as to how to raise those concerns.
- To reassure individuals that they are able to raise genuine concerns without fear of reprisals, even if their concerns turn out to be mistaken.

Policy Overview			
Policy Owner	Company Secretary		
Applies to	All employees, Directors and anyone representing OPM		
Global or local scope	Global		
Version Number	2.2	Effective from	8 th June 2022
Approvals (Dates)	Board		8 th June 2022
	Senior Management Team		13 th May 2022
	Other (please state)		