



Providing Advocacy and Capital for the Advancement of Architecture in Minnesota

Whistleblower Policy

(Adopted June 2016)

1. Purpose

The Minnesota Architectural Foundation (MAF) requires board members, committee members and employees of AIA Minnesota (with which the MAF contracts for staff support, and who are supervised by the AIA Minnesota Executive Vice President/MAF Executive Director) to observe high standards of business and personal ethics in the conduct of their MAF-related duties and responsibilities, and all directors, committee members and employees to comply with all applicable laws and regulatory requirements.

2. Reporting Responsibility

MAF seeks to have an “Open Door Policy” and encourages board members and employees to share their questions, concerns, suggestions or complaints regarding the organization and its operations with someone who can address them properly. In most cases, a board member or committee member should present his or her concerns to the President of the Board. The Executive Director is generally in the best position to address an employee’s area of concern. However, if a board member is not comfortable speaking with the Board President or is not comfortable with the Board President’s response, or if an employee is not comfortable speaking with the Executive Director or if the employee is not satisfied with the Executive Director’s response, the board member, committee member or employee is encouraged to speak with anyone on the Board whom the employee is comfortable in approaching, or to directly contact the organization’s outside legal counsel, whose contact information can be obtained from the Executive Director.

3. No Retaliation

No board member, committee member, employee, or volunteer who in good faith reports a violation of a law or regulation requirement shall suffer harassment, retaliation or adverse employment consequence. A board member, committee member, employee, or volunteer who retaliates against someone who has reported a violation in good faith is subject to discipline action, up to and including termination of employment or service as volunteer. This Whistleblower Policy is intended to encourage and enable persons to raise serious concerns within MAF prior to seeking resolution outside the organization.

4. Compliance Officer

MAF's Executive Director, working with the President of the Board, will act as MAF's Compliance Officer. The Compliance Officer is responsible for investigating and resolving all employee complaints and allegations concerning violations. The Board President or his or her designee will take on the Compliance Officer role if the complaint involves the Executive Director. If the complaint involves both the Executive Director and Board President, outside legal counsel will carry out the functions of the Compliance Officer.

5. Accounting and Auditing Matters

The Finance Committee of the Board of Directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Compliance Officer shall immediately notify the Finance Committee of any such complaint and work with the Committee until the matter is resolved.

6. Requirement of Good Faith

Anyone filing a complaint concerning a violation or suspected violation of the law or regulation requirements must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

7. Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

8. Handling of Reported Violations

The Compliance Officer, or the person responsible for carrying out the Compliance Officer's role with respect to a reported or suspected violation, will acknowledge receipt of the reported violation or suspected violation by writing a letter (or e-mail) to the complainant within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

Questions can be addressed with the MAF outside counsel, which for this purpose and as of January 2018 is Emily Robertson at Rubric Legal, LLC, erobertson@rubriclegal.com or (612) 465-0074.