Whistleblower Policy

Policy Particulars

Reference	BPD	**Version**	1
Drafted by	Manager Governance & Risk	**Approved on**	26 March 2025
Responsible person	General Manager Corporate Services	**Scheduled review date**	March 2028, 3 years
Authorising Authority	Board	**Endorsing Authority**	Audit & Risk Sub Committee

Purpose

To provide guidance in relation to how concerns about suspected or actual misconduct or an improper state of affairs or circumstances can be reported, how they will be investigated and the supports and protections available for individuals raising concerns to ensure that they may do so confidentially and without fear of detrimental conduct.

Scope

CVGT is committed to transparency and to building an environment in which people feel free to raise any suspected or actual misconduct or an improper state of affairs or circumstances involving CVGT business and will ensure that those persons who make such reports can do so without fear of detrimental conduct.

The policy complies with legislative requirements to ensure statutory protection is afforded to eligible individuals who make a Whistleblower Report that qualifies for protection under the Corporations Act 2001 (Cth) or Public Interest Disclosures Act 2013 (Cth).

This Policy applies to:

- an eligible whistleblower under the Corporations Act 2001, and
- a public official under the Public Interest Disclosures Act 2013.

Definitions

The following terms are specifically referenced in this policy:

Disclosable Matter	Eligible Recipient	Eligible whistleblower	Public Official
Emergency Disclosure	Public Interest Disclosure	Personal work- related grievances	Reasonable grounds to suspect

Policy

A disclosure of information is eligible for the protections outlined in this policy if:

- The disclosure is made by an **'Eligible Whistleblower'**; and
- The disclosure is a **'Disclosable Matter'**; and
- The disclosure is made to an **'Eligible Recipient'**.

Who can make a disclosure under this policy?

An eligible whistleblower under the Corporations Act 2001 or a Public Official under the Public Interest Disclosures Act 2013 can make a disclosure under this policy.

Note: A Public Official under the Public Interest Disclosures Act 2013 for the purposes of this policy is here after known as an Eligible Whistleblower unless specially expressed as a Public Official.

What matters can be disclosed?

Disclosable Matters

Disclosable matters are matters that involve information where the discloser has reasonable grounds to suspect that the information concerns misconduct, or an improper state of affairs in relation to CVGT or any of its employees.

Disclosures under the Public Interest Disclosures Act 2013 may only be made by Public Officials. Further to this, disclosures must be in connection with the misconduct of a Commonwealth agency, Public Official or a contracted Commonwealth service providing services (whether directly or indirectly) under a Commonwealth contract.

The Corporations Act 2001 defines misconduct to include 'fraud, negligence, default, breach of trust and breach of duty'. Misconduct could include actions or behaviour that constitutes a contravention of any prescribed Australian law.

Examples of Disclosable Matters include:

- fraudulent or corrupt conduct
- misleading, dishonest or deceptive conduct
- endangerment of the health and safety of staff or the public
- misconduct in relation to tax affairs
- failure to comply with legal or regulatory obligations
- criminal offences
- discrimination including unfair or unethical dealing with a public customer (including participants and listed entities)
- engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made or be planning to make a disclosure
- concealment of any of the above

Additionally, some items are specified by the legislation as disclosable matters:

- breaches of Relevant Legislation (such as the Corporations Act 2001 and the Australian Securities and Investment Commission Act 2001)
- any conduct that represents a danger to the public or the financial system

- breaches of any other Commonwealth law that is punishable by imprisonment of 12 months or more and includes an offence against, or contravention of, a provision of any Relevant Legislation.

Who can a report on a disclosable matter be made to?

To qualify for protection under this policy and the Corporations Act 2001 an eligible whistleblower must make a report on a disclosable matter to an eligible recipient. The following are eligible recipients under the Corporations Act 2001:

Eligible CVGT Recipient	Whistleblower Disclosure Officer - General Manager Corporate Services.
	Board Directors
	Company Secretary
	Member of the Executive Management Team of CVGT
Eligible non-CVGT Recipient	CVGT's Internal Auditors
	CVGT's external auditors
	A legal practitioner, for the purposes of obtaining legal advice or legal representation about the operation of the whistleblower provisions in the Corporations Act 2001
	Regulatory bodies such as the Australian Securities and Investments Commission (ASIC) or other commonwealth body prescribed under the regulations (regulatory body)

The following are eligible recipients under the Public Interest Disclosure Act 2013

- a CVGT Board Director or Company Secretary
- a CVGT supervisor or manager;
- Whistleblower Disclosure Officer - General Manager Corporate Services;
- the Commonwealth agency that provides funding; and/or
- the Commonwealth Ombudsman.

Contact details of all eligible recipients are contained at Attachment 1. The Flowchart at Attachment 2 assists in determining eligible recipients.

Disclosures to a legal practitioner for the purposes of obtaining legal advice or legal representation, in relation to the operation of the whistleblower provisions of the Corporations Act 2001, qualify for protection under this policy and the Corporations Act 2001. This may include even where the legal practitioner has concluded that a disclosure does not relate to a disclosable matter.

Emergency and public interest disclosures under the Corporations Act

Emergency and public interest disclosures may be reported to journalists and members of the Commonwealth, state or territory parliaments (parliamentarians). These types of disclosures must meet specific criteria set out in the definitions section of this Policy and in the Corporations Act 2001.

How to report a disclosable matter

An eligible whistleblower can report a disclosable matter directly to an eligible recipient. A disclosure may be made verbally or in writing.

When reporting a disclosable matter as much information as possible should be provided to the eligible recipient so the report can be investigated. Some useful details include:

- date, time and location;
- names of person(s) involved and roles;
- your relationship with the person(s) involved;
- the general nature of your concern;
- how you became aware of the issue;
- possible witnesses; and
- other information to support the report.

When an eligible whistleblower reports a disclosable matter, their identity and the information provided is held securely with access limited to only individuals necessary to investigate the disclosable matter report. This helps support and protect the eligible whistleblower.

In some circumstances, it may be necessary for CVGT to disclose information received to appropriate regulatory authorities, law enforcement bodies or to other persons as it considers necessary for the purposes of investigating.

Can a disclosure be made anonymously?

An eligible whistleblower may choose to make an anonymous or partially anonymous disclosure. Where an eligible whistleblower provides partial information about their identity, the eligible recipient:

- is the only party aware of their identity; and
- will protect their identity and maintain confidentiality from disclosure to other parties, unless such disclosure is authorised by the eligible whistleblower.

For guidance, an eligible whistleblower may:

- request for their identity to be redacted.
- request for their identity to be disclosed only to the Whistleblower Disclosure Officer.

Whistleblower protections and fair treatment

CVGT recognises that "whistleblowing" can be a very stressful and a difficult thing to do. Provided that an eligible whistleblower has reasonable grounds for concern, and has not engaged in wrongdoing, serious misconduct or illegal conduct, they will not be subject to disciplinary or other sanctions by CVGT in relation to any disclosable matters reported.

CVGT will safeguard the interests of the eligible whistleblower, having regard to this Policy and any other applicable policies and laws.

Please note, in order to qualify for the protections noted below, an eligible whistleblower is not required to specifically request protection – if the disclosure followed the requirements set out in this Policy, then the protections are applied automatically.

Legal Protection for disclosers

Disclosures, whether provided anonymously or not, have certain protections under the Corporations Act 2001.

Provided a disclosure qualifies for protection under this Policy, an eligible whistleblower will be protected from:

- any civil, criminal or administrative liability for making the disclosure. This does not prevent an eligible whistleblower from being subject to civil, criminal or administrative liability for their conduct revealed in a disclosure.
- CVGT exercising any contractual right, or seeking any contractual remedy against an eligible whistleblower, on the basis of making the disclosure.
- being subjected to any form of detriment or reprisal for making the disclosure.

Individuals making disclosures, under the Public Interest Disclosures Act 2013 are protected from:

- any civil, criminal or administrative liability (including disciplinary action) and are afforded absolute privilege in proceedings for defamation in respect of any disclosure.
- contractual or other remedy enforcement, and no contractual or other right may be exercised, against the individual on the basis of the disclosure, including termination of employment on the basis that the public interest disclosure constitutes a breach of the contract.

Protection of identity

CVGT has legal obligations with respect to the protection of the confidentiality of eligible whistleblowers. Subject to limited exceptions, it is illegal for a person to identify an eligible whistleblower or disclose information that is likely to lead to the identification of an eligible whistleblower. A contravention of this requirement may lead to disciplinary action, including termination of employment, as well as imprisonment and fines.

An eligible whistleblower's identity, or information likely to reveal their identity, may be disclosed if:

- consent from the eligible whistleblower is provided;
- it is reported to a relevant regulator or otherwise authorised by law – see section 1317AAE of the Corporations Act 2001; or
- it is raised with a lawyer for the purpose of obtaining legal advice or representation about the whistleblower protection laws.

CVGT can disclose the information contained in a disclosure without consent, if:

- the information does not disclose the eligible whistleblower's identity;
- CVGT has taken all reasonable steps to reduce the risk of the eligible whistleblower being identified as a result of the disclosure; and
- it is reasonably necessary for investigating the issues raised in the disclosure.

It is possible that someone might deduce an eligible whistleblower's identity without there having been a breach of confidentiality because of the nature of the investigatory process. For example:

- if the nature of the report points to one particular individual having made it;
- if the eligible whistleblower had previously mentioned to others that they had considered making a disclosure;
- if the eligible whistleblower is one of a small group of people with access to the information, or
- if the information that is the subject of the disclosure was disclosed to the eligible whistleblower privately and in confidence.

Protection of records

Information regarding the reported matter will be securely stored and only disclosed to the relevant people as required or allowed by this Policy and the law. The information will be managed in accordance with CVGT's Information Security and Confidentiality policies. Any inappropriate disclosure of information may lead to disciplinary action, including termination of employment, as well as imprisonment and fines. Each person involved in handling and investigating a disclosure are reminded of their obligations as well as consequences for breach.

Protection from detrimental conduct

Eligible whistleblowers are protected from detrimental conduct or the threat of detrimental conduct against them as a result of making or proposing to make a disclosure of a disclosable matter under this Policy. A threat may be express or implied or conditional or unconditional.

Examples of prohibited detrimental conduct includes, but is not limited to:

- dismissal
- injury
- alteration of an employee's position to his or her disadvantage
- discrimination
- harassment or intimidation
- damage to property
- damage to reputation
- damage to business or financial position
- any other damage

Reasonable management action conducted in a reasonable manner will not constitute detrimental conduct against a discloser or another person.

Following receipt of a disclosure of a disclosable matter that is not anonymous, an assessment of the risk of detriment against the eligible whistleblower will be conducted by the eligible recipient to determine the practical protections that may be made available. These protections may include monitoring and managing the behaviour of other employees or relocating employees to a different team or location.

If you feel you have suffered from detrimental conduct, you should inform the Whistleblower Disclosure Officer.

Access to Employee Assistance Program

CVGT offers support through the Employee Assistance Program (EAP) by independent provider, Acacia. The EAP is a confidential wellbeing, coaching and counselling service available to assist CVGT employees and their families who are experiencing challenges that may adversely affect them at work or at home. The program is available at no cost to any employee and their immediate family members. Employees may contact Acacia directly without consulting CVGT. Refer contact list for details.

All employees (including casual employees) and their immediate family can access the EAP. Acacia contact details Phone number:	1300 364 273 (24/7)
Text:	0401 33 77 11
Website: • Username - CVGT • Password - Acacia2024!	https://www.acaciaconnection.com/employees-login/

Handling and investigating a disclosure

Assessment

An eligible recipient of a disclosable matter must immediately inform the Whistleblower Disclosure Officer, unless the Whistleblower Disclosure Officer is the subject of the disclosable matter. In which case the disclosure is to be provided to a member of the Executive Management Team of CVGT. The eligible recipient must not disclose the identity of the eligible whistleblower unless the eligible whistleblower has provided consent to do so.

After receiving the details of the disclosure, the Whistleblower Disclosure Officer is to record the initial disclosure details in the Fraud and Inappropriate Conduct Register.

If the disclosure is received by another Eligible Recipient and relates to the Whistleblower Disclosure Officer the detail is not to be recorded in the Fraud and Inappropriate Conduct Register but a record of actions taken made.

The Whistleblower Disclosure Officer must then consider the investigation viability and process based on the following:

- whether the disclosure qualifies for protection;
- ability to protect the whistleblower, and conduct a meaningful investigation;
- nature and scope of the investigation;
- nature of any technical, financial or legal advice that may be required to support the investigation; and
- timeframe for the investigation.

The Whistleblower Disclosure Officer may appoint one or more Whistleblower Protection Officers to support, protect and advocate for those involved in the disclosure and investigation including the eligible whistleblower, where the eligible whistleblower's identity is known.

The Whistleblower Protection Officer is to:

- assess the immediate welfare and protection needs of those involved in the disclosure and investigation;
- safeguard the interests of those involved in the disclosure and investigation including the eligible whistleblower in accordance with this policy and the law;
- address any issues or concerns of those involved in the disclosure and investigation from victimisation or detrimental treatment; and
- ensure protections are in place to protect those involved in the disclosure and investigation from detrimental conduct, escalating matters to the Whistleblower Disclosure Officer as appropriate.

Where a disclosure is assessed as not qualifying for protections under the Corporations Act 2001 or Public Interest Disclosures Act 2013, the whistleblower will be informed of this, if there is a means of contacting the whistleblower. In some circumstances, disclosures may be protected under other legislation, such as the Fair Work Act 2009 (Cth).

The Board Chair will be notified that there has been a disclosure and that an investigation will be conducted. If the matter is in connection with the Chair, then the Audit & Risk Sub Committee Chair will be notified.

Investigation

The investigation of a report of a disclosable matter will be conducted in accordance with the Improper Conduct Investigation Procedure and the rules of natural justice and procedural fairness, with a view to gathering relevant evidence to determine whether the nature and substance of the allegations contained in the report are substantiated or unsubstantiated. The investigation will be independent of the eligible whistleblower, anyone who is the subject of the disclosable matter, and any business unit concerned.

Where an investigation cannot proceed as a result of the limited information provided in the initial disclosure, the Whistleblower Disclosure Officer will directly contact the eligible whistleblower, or the eligible recipient acting as an intermediary between the whistleblower and Whistleblower Disclosure Officer and request further information.

Where an eligible whistleblower has made a disclosure anonymously and refused to provide or has not provided a means of contacting them, the investigation process may be limited to the information provided in the initial disclosure.

Investigation Reporting

At the end of the investigation, a written report must be prepared and provided to the Board, through the Board Chair.

- Summarises the whistleblower's disclosure
- Describes the scope of the investigation
- Describes the findings of the investigation

- Sets out the conclusions CVGT has reached as a result of the investigation

The Board will take appropriate action in response to the investigation report. This may include:

- Further investigation
- Recommendation of disciplinary action (if the investigation relates to the Chief Executive Officer)
- Notifying regulatory bodies

Records of the disclosure will be maintained in accordance with the CVGT Confidentiality Policy.

Keeping stakeholders informed

Discloser

Where CVGT is supplied with the identity or a means of contacting the discloser (which requires the disclosures consent), CVGT will:

- communicate the outcome of the investigation arising from the report, subject to considerations of the privacy of anyone who is the subject of the disclosable matter and normal confidentiality requirements.
- provide initial feedback after receipt of a report, and progress updates as necessary and appropriate thereafter, depending on the nature and scope of the investigation.

A copy of the investigation report will not be provided as part of the communication, including to the discloser.

Employee who is the subject of a disclosure

An employee who is the subject of a disclosure will be advised about:

- the subject matter of the disclosure, as and when required by principles of natural justice and procedural fairness, and prior to any action being taken—for example, if the disclosure is to be the subject of an investigation or if the disclosure is serious and needs to be referred to ASIC or the Federal Police.
- the outcome of the investigation (but they will not be provided with a copy of the investigation report).

Complaints

If you are concerned about a breach of confidentiality under this Policy, you may lodge a complaint with the Chief Executive Officer or Company Secretary. If you are not satisfied with the outcome of an investigation, you can contact an eligible recipient and ask for it to be reviewed.

Related Legislation and Standards

- Corporations Act 2001 (Cth)
- Public Interest Disclosures Act 2013 (Cth).
- Privacy Act 1988 (Cth)

Exclusions

False, Vexatious or Without Reasonable Cause Reporting

A knowingly or deliberately false, vexatious or without reasonable cause report (False Report) could have significant effects on CVGT's reputation and the reputation of staff members associated with the report and could cause considerable waste of time and effort. Such reports may be deemed not to be disclosable matters and therefore will not qualify for whistleblower protections under this Policy.

Reports made in situations where the discloser has reasonable grounds to suspect wrongdoing with respect to disclosable matters, but their suspicions are later determined to be unfounded (for example, after an investigation) are not considered to be False Reports

Any False Report, whether under this Policy or otherwise, will be treated as a serious disciplinary matter. You will not have the protections available under this Policy, or the Corporations Act 2001, if you make a False Report.

Personal work-related grievances

This Policy does not apply to disclosures that relate solely to personal work-related grievances, and that do not relate to detriment or threat of detriment to the discloser. Examples of personal work-related grievances include:

- an interpersonal conflict between a discloser and another employee
- a decision that does not involve a breach of workplace laws
- a decision relating to the engagement, transfer or promotion of the discloser
- a decision relating to the terms and conditions of engagement/employment of the discloser
- a decision to suspend or terminate the engagement/employment of the discloser, or otherwise to discipline the discloser

A personal work-related grievance may qualify for protection if:

- it includes information about a disclosable matter, or information about a disclosable matter, that also includes or is accompanied by a personal work-related grievance (mixed report),
- it includes information about allegations CVGT has breached employment or other laws punishable by imprisonment for a period of 12 months or more,
- CVGT has engaged in conduct that represents a danger to the public or the disclosure relates to information that suggests misconduct beyond the discloser's personal circumstances,
- an eligible discloser suffers from, or is threatened with, detriment for making a disclosure on a disclosable matter,
- an eligible discloser seeks legal advice or legal representation about the operation of the whistleblower protections under the Corporations Act 2001.

Personal work-related grievance can be raised by contacting CVGT People & Culture.

Definitions

Disclosable Matter	Information that the Eligible Whistleblower has reasonable grounds to suspect concerns misconduct, or an improper state of affairs or circumstances in relation to CVGT or any of its employees.

Eligible Recipient	A person authorised to receive disclosures.
Eligible Whistleblower	• anyone who is or has been an officer or employee of CVGT (whether permanent, fixed term, casual or temporary), as well as contractors, consultants, secondees and directors • a current or former supplier of services or goods to CVGT, and their employees • a current or former associate (as that term is defined in the Corporations Act 2001) of CVGT • a relative, dependent, spouse or partner of any individual referred to above.
Public Official	Any individual who is or has been an officer or employee of a contracted service provider for a Commonwealth contract; and provides services for the purposes (whether directly or indirectly) of the Commonwealth contract.
Emergency Disclosure	A disclosure of information to a journalist or parliamentarian, where: • a disclosure of information that qualifies for protection under the Corporations Act 2001 has previously been made as a disclosure to a Commonwealth body prescribed by regulation. • there are reasonable grounds to believe the information concerns a substantial and imminent danger to the health or safety of one or more persons, or to the natural environment. • written notice has been given to the specific regulatory body prior to making an emergency disclosure that includes sufficient information to identify the previous disclosure and states the intent to make an emergency disclosure. • the extent of the information disclosed in the emergency disclosure must be no greater than is necessary to inform the journalist or the parliamentarian of the substantial and imminent danger.
Public Interest Disclosure	A disclosure to a journalist or parliamentarian where: • a disclosure of information that qualifies for protection under the Corporations Act 2001 has previously been made as a disclosure to a Commonwealth body prescribed by regulation. • at least 90 days have passed since the initial disclosure to the Commonwealth body prescribed by regulation. • there are no reasonable grounds to believe that action is being or has been taken to address the matters to which the initial disclosure relates. • there are reasonable grounds to believe that making a further disclosure of the information is in the public interest.

	• written notice has been given to the body to which the disclosure was made, prior to making a public interest disclosure that includes sufficient information to identify the previous disclosure and states the intent to make a public interest disclosure.
Personal work- related grievances	Disclosures that relate to the discloser's current or former employment and have, or tend to have, implications for the discloser personally, but do not: • have any other significant implications for CVGT (or its related bodies corporate); or • relate to any conduct, or alleged conduct, about a Disclosable Matter.
Reasonable grounds to suspect	The objective reasonableness of the reasons for the discloser's suspicion. It ensures that a discloser's motive for making a disclosure, or their personal opinion of the person(s) involved, does not prevent them from qualifying for protection. An allegation with no supporting information is unlikely to be considered as having 'reasonable grounds to suspect'. A discloser is not required to prove their allegations.
Whistleblower Protection Officer	A person who is independent of the investigation process. appointed by the Whistleblower Disclosure Officer to support, protect and advocate for those involved in the disclosure and investigation.

Related Documents

- Conflict of Interest Policy
- Privacy Policy
- Employee Code of Conduct
- Reporting Misconduct Factsheet

Breach of policy

Any employee, director or contractor of CVGT or any CVGT associate or supplier who breaches this policy, including (but not limited to) breaching an obligation to keep a discloser's identity confidential, refusing to participate in or co-operate with an investigation into a disclosure that qualifies for protection, or engaging in detrimental conduct (or threatening to engage in detrimental conduct) may face disciplinary action, including termination of contract or termination of employment.

Version History

Version	Latest review date	Revision Date	Summary of changes
1	26 March 2025	March 2028	Approved and adopted. Whistleblower Policy developed to incorporate and replace the Protected Disclosures Policy

and Procedure, creating one document to align with requirements of Corporations Act 2001 (Cth).

Attachment 1 – Eligible Recipients

Whistleblower Disclosure Officer	Fleur Cousins, General Manager Corporate Services	• Email fcousins@cvgt.com.au • Call 03 5449 2005
Directors	Lee Bombardieri, Board Chair Jude Holt, Deputy Chair Liz Corbett Fleur Jackson Paul Macartney Dave Richardson Helen Symes Sharon Seyd	• Email lbombardieri@cvgt.com.au • Email jholt@cvgt.com.au • Email lcorbett@cvgt.com.au • Email fjackson@cvgt.com.au • Email pmacartney@cvgt.com.au • Email drichardson@cvgt.com.au • Email hsymes@cvgt.com.au • Email sseyd@cvgt.com.au
Company Secretary	Michelle Taylor, Company Secretary	• Email governance@cvgt.com.au
Member of the CVGT Executive Management Team	Jason Russell, Chief Executive Officer	• Email jrussell@cvgt.com.au • Call 03 5449 2004
	Brad Vice, Chief Financial Officer	• Email bvice@cvgt.com.au • Call 03 5449 2007
	Amanda Finnis, Chief Information Officer	• Email afinnis@cvgt.com.au • Call 035449 2075
	Tania Morton, General Manager Employment Services	• Email tmorton@cvgt.com.au • Call 0447 316 782
	Mark Little, General Manager Strategy & Communications	• Email mlittle@cvgt.com.au • Call 03 5449 2094
CVGT Internal Auditor	AFS & Associates Pty Ltd	• Email afs@afsbendigo.com.au • Call 03 5443 0344
CVGT External Auditors	Tim Fairclough (Partner) Crowe Australasia	• Email tim.fairclough@crowe.com.au
Commonwealth Funding Agency	Disability Employment Service – Department of Social Services	• Email PublicInterestDisclosures@dss.gov.au • Call 1800 007 952.
	Workforce Australia – Department of Employment and Workplace Relations	• Email PID@dewr.gov.au.

	Parent Pathways – Department of Employment and Workplace Relations	• Email PID@dewr.gov.au.
Australian Securities and Investment Commission (ASIC)	• Online form Make a report of misconduct to ASIC | ASIC	
Commonwealth Ombudsman	• Email PID@ombudsman.gov.au • Call 1300 362 072 • Write to Commonwealth Ombudsman's PID Team at: GPO Box 442, Canberra ACT 2601. Any envelopes or packaging should be marked 'Confidential Agency PID'.	

Attachment 2