

Details	
<b>Owner:</b> CEO	<b>Applies to:</b> All Zenitas
<b>Classification:</b> Company Confidential	<b>Type:</b> PRO-Procedure

## Disclaimer

The company reserves the right to vary, replace or terminate this document from time to time. This version replaces all other preceding versions of this document. This document becomes uncontrolled when printed.

## Organisational Statement and Purpose

Zenitas is committed to the highest standards of conduct and ethical behaviour in all our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

The Company encourages the reporting of any instances of unethical, illegal, fraudulent or undesirable conduct involving the Company's businesses and will ensure that those persons who make a report shall do so without fear of intimidation, disadvantage or reprisal.

This Procedure sets out the way in which a person can make a report to Zenitas Healthcare Pty Ltd and its subsidiaries ('Zenitas' or 'Company') concerning activities that would be deemed Reportable Conduct.

This Procedure links to the Zenitas Policy 'Our Performance' and the 'Governance and Strategic Planning' Policy

## Scope

All Zenitas directors, staff, practitioners and contractors.

## Procedure

### 1. Reportable Conduct

Reportable Conduct refers to the actions undertaken by a company director, officer, employee, contractor, supplier, tenderer or other person who has business dealings with the Company has engaged in conduct which:

- Is dishonest, fraudulent or corrupt activity, including bribery, money laundering;
- Is illegal activity (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law, inclusive of the Corporations Act 2001);
- Is unethical or in breach of the Company's policies (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching the Company's Code of Conduct or other policies or procedures);
- Is potentially damaging to the Company, a Company employee or a third party, such as knowingly conducting unsafe work practices, environmental damage, health risks or abuse of the Company property or resources;
- Amounts to an abuse of authority;
- May cause financial loss to the Company or damage its reputation or be otherwise detrimental to the Company's interests;
- Involves harassment, discrimination, victimisation or bullying; or
- Involves any other kind of serious impropriety.

It should be noted that personal or professional work-related grievances are not within the scope of Reportable Conduct or Protected Disclosure.

## 2. Who can make a Protected Disclosure?

In accordance with the Treasury Laws Amendment (Enhancing Whistle-blower Protection) Act 2019 and associated legislation an individual is an 'eligible whistle-blower' if they are,

- A current or former officer of the regulated entity (the company)
- A current or former employee of the company
- A current or former individual who provides services or goods to the company (paid or unpaid)
- A current or former employee of an individual who provides services or goods to the company (paid or unpaid)
- A current or former individual who is an associate of the company
  - A relative of an individual referred to above
  - A dependant of an individual referred to above or such an individual's spouse

Under the law, and for the purposes of this Procedure the person making the report or disclosure will be referred to as the discloser.

There is no requirement for the discloser to identify themselves in order for the disclosure to qualify for protection.

The burden of proof at this time is on the person making the disclosure, and in doing so must provide all available evidence to demonstrate that Reportable Conduct has occurred. After this time, the burden of proof transfers to the company to address through investigation.

## 3. Who can they report to?

A disclosure qualifies for protection if:

- It is made by an eligible whistle-blower, and
- The disclosure is made to an eligible recipient, such as
  - ASIC (Australian Investment and Securities Commission)
  - APRA (Australian Prudential Regulation Authority)
  - A Commonwealth/Federal authority such as:
    - NDIS Quality & Safeguards Commission
    - Aged Care Quality & Safety Commission
    - AHPRA (Australian Health Practitioners Regulatory Authority)
  - An external auditor or member of an auditing team conducting an audit
  - A director, secretary or senior manager of the company
  - A person authorised by the company to receive the disclosures
  - A person who is a legal practitioner (for the purpose of obtaining legal advice)

If a person (discloser) wishes to disclose information to the company, they must do so via the following channels.

If the discloser is a staff member, practitioner or contractor the matter must be raised to their immediate supervisor, manager or another senior supervisor within their division/business unit. A supervisor in receipt of a report must take the matter to a Zenitas Protected Disclosure Officer.

Alternatively, the discloser may refer the matter directly to a Zenitas Protected Disclosure Officer.

For all other individuals, or disclosures brought to company by an external agency, their report should be made directly to a Zenitas Protected Disclosure Officer.

## 3.1. Zenitas Protected Disclosure Officers

### For internal reports

#### **Chief Operating Officer (COO)**

Level 9, 417 St Kilda Road

Melbourne VIC 3004

On +61 3 9821 3701 or at [confidentialdisclosure@zenitas.com.au](mailto:confidentialdisclosure@zenitas.com.au)

or

#### **Executive General Manager – People, Culture and Safety**

Level 9, 417 St Kilda Road

Melbourne VIC 3004

On +61 3 9821 3701 or at [confidentialdisclosure@zenitas.com.au](mailto:confidentialdisclosure@zenitas.com.au)

Or

### For all external notifications and reports

C/O Protected Disclosure Officer

Zenitas Corporate

Level 9, 417 St Kilda Road

Melbourne VIC 3004

Or at [confidentialdisclosure@zenitas.com.au](mailto:confidentialdisclosure@zenitas.com.au)

In accordance with the Treasury Laws Amendment (Enhancing Whistle-blower Protection) Act 2019 and the Corporations Act 2001, the discloser may make a 'public interest' protected disclosure to the media or a member of Parliament on the grounds that all of the following occur:

- The discloser has previously made the disclosure to the company; and
- At least 90 days have passed since the disclosure was made; and
- The discloser does not have reasonable grounds to believe that action is being or has been taken to address the matters to which the previous disclosure related; and
- The discloser has reasonable grounds to believe that making a further disclosure of the information would be in the public interest; and
- After the 90 days the discloser has advised Zenitas in writing in relation to the previous disclosure that:
  - Includes sufficient information to identify the previous disclosure; and
  - States that the discloser intends to make a public interest disclosure; and
  - Who the public interest disclosure is made to:
  - A member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or

- A journalist; and
- The extent of the information disclosed in the public interest disclosure is no greater than is necessary to inform the recipient referred of the misconduct or the improper state of affairs or circumstances.

In addition, the discloser may make an 'emergency disclosure' to the media or a member of Parliament on the same grounds as requirement as above with the exception of the 90 days duration. Rather, the discloser must have reasonable grounds to believe that the information concerns a substantial and imminent danger to the health and/or safety of one or more persons or to the natural environment.

Similarly, the discloser must provide Zenitas with written notification that:

- Includes sufficient information to identify the previous disclosure; and
- States that the discloser intends to make an emergency disclosure; and
- The emergency disclosure is made to:
  - A member of the Parliament of the Commonwealth, the Parliament of a State or the legislature of a Territory; or
  - A journalist; and
- The extent of the information disclosed in the emergency disclosure is no greater than is necessary to inform the recipient of the substantial and imminent danger.

In the event that Zenitas receives written notification of the intent of a discloser to notify the media or member of parliament this information must be immediately communicated to the CEO, COO and Head of Communications.

## 4. Investigation of a Reportable Conduct

Zenitas will investigate all matters reported under this Procedure as soon as possible after the matter has been reported. A Protected Disclosure Officer may appoint a person to assist in the investigation of a matter raised if required.

Where appropriate, the Company will provide feedback to the whistle-blower regarding the investigation's progress and/or outcome if their identity is known. Such feedback will also give consideration to the privacy of those against whom allegations are made.

The investigation will be conducted in an objective and fair manner, and otherwise as is reasonable and appropriate having regard to the nature of the Reportable Conduct and the circumstances.

## 5. Whistleblower Protections

Zenitas is committed to ensuring confidentiality in respect of all matters raised under this Policy, and that those who make a report in good faith are treated fairly and do not suffer any disadvantage.

### 5.1. Protection of identity and confidentiality

Subject to compliance with legal requirements, upon receiving a report under Protected Disclosure, the Company will not disclose any particulars that would suggest or reveal the disclosers identity as a whistle-blower, without first obtaining their consent.

Any disclosure that is consented to will be disclosed on a strictly confidential basis.

### 5.2. Protection of files and records

All files and records created from an investigation will be retained under strict security. Any unauthorised release of information to someone not involved in the investigation (other than senior managers or directors who need to know to take appropriate action, or for corporate governance purposes) without the consent as a discloser will be a breach of this Procedure.

Disclosers are assured that a release of information in breach of this Procedure will be regarded as a serious matter and will be dealt with under the Company's disciplinary procedures.

## 5.3. Fairness

A Zenitas employee or contractor within a Zenitas team who is subjected to detrimental treatment as a result of making a report should inform the Protected Disclosure Officer immediately. If the matter is not remedied, it should be raised in accordance with parts 2 and 3 of this Procedure.

Detrimental treatment includes dismissal, demotion, harassment, intimidation, discrimination, disciplinary action, physical or psychological harm or injury, bias, damage to the persons property, threats or other unfavourable treatment connected with making a report.

If a person makes a disclosure that qualifies for protection under the Act:

- The person is not subject to any civil, criminal or administrative liability (including disciplinary action) for making the disclosure; and
- No contractual or other remedy may be enforced, and no contractual or other right may be exercised, against the person on the basis of the disclosure; and
- If the disclosure qualifies for protection under the Act the information disclosed is not admissible in evidence against the person in criminal proceedings or in proceedings for the imposition of a penalty.

Protections do not extend to the person being subject to civil, criminal or administrative liability if they have or are revealed to have provided false information or their own behaviour was revealed to meet the definition of Reportable Conduct.

## 6. Duties in relation to Reportable Conduct

It is expected that employees, practitioners or contractors of the Company who become aware of known, or potential cases of Reportable Conduct will make a report under this Procedure or under other applicable policies or procedures.

## 7. Internal Reporting

The Protected Disclosure Officers will report to the Board on the number and type of whistle-blower incident reports annually, to enable the Company to address any issues.

These reports will be made on a 'no names' basis, maintaining the confidentiality of matters raised under this Procedure. The Board will receive copies of all whistle-blower reports, and whistle-blower reports from Protected Disclosure Officers (as appropriate).

In addition, serious and/or material Reportable Conduct will be considered by the Protected Disclosure Officers for immediate referral to the CEO and Board Chair.

## 8. Investigatory Extension

In the event a disclosure is made regarding a member of the company executive the Protected Disclosure Officer must raise the disclosure with the CEO.

In the event the disclosure is made regarding the CEO of the company the Protected Disclosure Officer must raise the disclosure with the Chair of the Board.

Legal advice regarding the investigation of a Protected Disclosure can only be sought with the permission of the CEO or their delegate or where relevant the Chair of the Board.

## Related Internal or External Documents and Links

- Communication Procedure
- Crisis Communication Guideline
- Code of Conduct
- Counselling and Disciplinary Guideline

## Relevant Standards and Legislation

- Aged Care Standards - Standard 8 Organisational Governance
- NDIS Practice Standards – Core Module
- Treasury Laws Amendment (Enhancing Whistle-blower Protection) Act 2019
- Corporations Act 2001
- Taxation Administration Act 1953

## Glossary and Definitions

### Eligible Whistle-blower

- A person who meets the legal criteria as set out in part 3 of this document

### Regulated entity

- Refers to a company or corporation regulated under the Corporations Act 2001

### Discloser

- An eligible whistle-blower who is making the disclosure

### Eligible recipient

- The person or body eligible to receive a protected disclosure

### Work related grievance

An interpersonal conflict between two or more employees, practitioners or contractors. May include issues relating to transfer, promotion or change of workplace engagement