

RECOMMENDATION TO THE UNIVERSITY OF LOUISVILLE
FOUNDATION, INC., BOARD OF DIRECTORS CONCERNING A
NON-RETALIATION/NON-RETRIBUTION POLICY

Board of Directors – June 1, 2010

RECOMMENDATION:

The President recommends the Board of Directors approve the following Non-Retaliation/Non-Retribution policy:

Non-Retaliation/Non-Retribution Policy

This Policy of the University of Louisville Foundation (the “Foundation”): (1) encourages staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the Foundation; (2) specifies that the Foundation will protect the person from retaliation; (3) identifies where such information can be reported; and (4) indicates how such reports will be handled.

The Foundation requires all directors, officers, staff and volunteers to observe the highest standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of the Foundation, such individuals must practice honesty and integrity in fulfilling responsibilities and complying with all applicable laws, regulations and policies.

Encouragement of reporting: The Foundation encourages complaints, reports or inquiries about illegal practices or serious violations of the Foundation’s policies, including illegal or improper conduct by the Foundation itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies. Other subjects on which the Foundation has existing complaint mechanisms should be addressed under those mechanisms, such as raising matters of alleged discrimination or harassment via the Foundation’s human resources channels, unless those channels are themselves implicated in the wrongdoing. This policy is not intended to provide a means of appeal from outcomes in those other mechanisms.

Protection from retaliation: The Foundation prohibits retaliation by or on behalf of the Foundation against directors, officers, staff or volunteers for making good faith complaints, reports or inquiries under this policy or for participating in a review or investigation under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. The Foundation reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

Where to report: Complaints, reports or inquiries should describe in detail the specific facts demonstrating the bases for the complaints, reports or inquiries, and should be directed as follows:

(1) *Staff and Volunteers.* In the case of staff and volunteers, such person's supervisor is normally in the best position to address an area of concern. If the staff member or volunteer is not comfortable speaking with his or her supervisor, or is not satisfied with the supervisor's response, such person is encouraged to speak with anyone in management that he or she is comfortable approaching. Supervisors are required to report such complaints that are considered illegal practices or serious violations to the Foundation's President or Chairman of the Board of Directors.

(2) *Directors and Officers.* In the case of directors and officers, complaints should be directed to the Foundation's Chairman of the Board of Directors or President; if both of those persons are implicated in the complaint, report or inquiry, it should be directed to the Chair of the Foundation's Audit Committee, board counsel, or similar individual.

How reports will be handled: The Foundation will conduct a prompt, discreet, and objective review or investigation. Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. Any such complaints, reports or inquiries will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. Directors, officers, staff or volunteers must recognize that the Foundation may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously. Within a reasonable time period following receipt of a complaint, report or inquiry, the Foundation will acknowledge receipt and provide, through its Audit Committee, the sender with information as to whether an investigation will follow. Where appropriate, a final response will be issued to the sender, which may confirm that action was taken and/or the matter is closed. The extent of information disclosed in such a response will depend on the nature of the report and any legal and confidentiality issues.

Board Action:

Passed: _____

Did Not Pass: _____

Other: _____



Assistant Secretary