

**BIRMINGHAM VOLUNTEER LAWYERS PROGRAM
POLICY ON SUSPECTED MISCONDUCT, DISHONESTY, FRAUD, and
WHISTLE-BLOWER PROTECTION**

**Article I
Purpose**

The Birmingham Volunteer Lawyers Program (“BVLP”) is committed to the highest possible standards of ethical, moral, and legal conduct. Consistent with this commitment, this policy aims to provide avenues for employees to raise concerns about suspected “misconduct, dishonesty and fraud” (as defined in Article II below), and to provide reassurance that they will be protected from reprisals or victimization for whistleblowing in good faith.

**Article II
Definition**

For purposes of this policy, the definition of “misconduct, dishonesty and fraud” includes but is not limited to:

- Acts which are inconsistent with BVLP policies and procedures
- Theft or other misappropriation of BVLP assets
- Misstatements or other irregularities in BVLP records
- Incorrect financial reporting
- Misuse of BVLP resources
- Illegal activities
- Immoral or unethical activities
- Forgery or alteration of documents
- Any other form of fraud

Article III **Procedure**

1. **Reporting.** Employees and any other person who has a concern relating to suspected misconduct, dishonesty or fraud may make a report. BVLP wants to hear of possible problems in these areas.

(a) Concerns of suspected misconduct, dishonesty or fraud may be reported by telephone, email or regular mail, at the complainant's preference.

(b) A complainant may call the Audit Committee chairperson. The Audit Committee chairperson's contact information can be found at www.vlpbirmingham.org. He or she is available to receive calls and descriptions of possible misconduct, dishonesty or fraud. The Audit Committee chairperson will forward any reports made to him/her to the Chairperson of the Board of Directors of BVLP.

(c) A complainant may email the Chairperson of the Board of Directors directly; his or her contact information can be found at www.vlpbirmingham.org.

(d) A complainant may write a letter to the Chairperson of the Board, directly, at the following address: Chairperson of the Board of Directors, Birmingham Volunteer Lawyers Program, 2021 2nd Avenue North, Birmingham, Alabama 35203, marked "Confidential".

(e) If the Chairperson of the Board of Directors is the person suspected of possible misconduct, dishonesty or fraud, complainant may make his/her report to the Audit Committee chairperson, Executive Director of BVLP, or the President of the Birmingham Bar Association. The Audit Committee chairperson's and Executive Director's contact information can be found at www.vlpbirmingham.org. The President of the Birmingham Bar Association may be contacted by writing a letter to the following address: President of the Birmingham Bar Association, 2021 2nd Avenue North, Birmingham, Alabama 35203, marked "Confidential".

2. **Timing.** The earlier a concern is expressed, the easier it is to take action.

3. **Investigating the Concern.** Following the receipt of any complaints submitted, the Chairperson of the Board of Directors will investigate each matter so reported and take corrective and disciplinary actions where appropriate. The Chairperson may appoint BVLP employees, members of the Board of Directors and/or outside legal, accounting or other advisors, as appropriate, to conduct any investigation of complaints regarding financial reporting, accounting, internal accounting controls, auditing matters, or any other form of alleged misconduct, dishonesty or fraud. In conducting any investigation, the Chairperson, and any persons appointed by him or her, shall use reasonable efforts to protect the confidentiality and anonymity of the complainant. If the

Chairperson is the person suspected of possible misconduct, dishonesty or fraud, the investigation will be conducted by, or at the direction of, the Audit Committee Chairperson, the Executive Director of the BVL, or the President of the Birmingham Bar Association.

4. Further Information. The amount of contact between the complainant and the body investigating the concern will depend on the nature of the issue and the clarity of information provided. Further information may be sought from the complainant, and the complainant may be interviewed by the Chairperson of the Board of Directors or the committee or other body constituted to investigate the complainant's complaint. If the Chairperson is the person suspected of possible misconduct, dishonesty or fraud, the interview will be conducted by, or at the direction of, the Audit Committee Chairperson, the Executive Director of the BVL, or the President of the Birmingham Bar Association.

5. Report to Complainant. The complainant will be given the opportunity to receive follow-up information on his or her concern within two weeks:

- (a) acknowledging that the concern was received; and
- (b) indicating that the matter will be dealt with.

6. Document Retention. The Board of Directors of BVL shall retain records of the investigation of any complaints regarding allegations of misconduct, dishonesty or fraud for a period of at least seven years.

Article IV **Safeguards**

1. No Retaliation. No director, officer, or employee or other person who in good faith reports suspected misconduct, dishonesty or fraud shall suffer harassment, retaliation or any other adverse employment consequence. An employee of BVL who retaliates against a person who has reported suspected misconduct, dishonesty or fraud in good faith is subject to discipline up to and including termination of employment. This policy is intended to encourage and enable employees and others to raise concerns within BVL, prior to seeking resolution outside the organization.

Additionally, no employee shall be adversely affected because he or she refuses to carry out a directive which constitutes corporate fraud, or is a violation of state or federal law.

2. Confidentiality. Violations or suspected violations of this Policy 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. Every effort will be made to protect the complainant's identity.

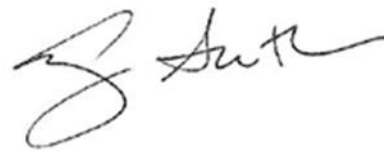
3. Anonymous Allegations. Complainants are encouraged to put their names to allegations because appropriate follow-up questions and investigation may not be possible unless the source of the information is identified. Concerns expressed anonymously will be investigated, but consideration will be given to:

- (a) the seriousness of the issue raised;
- (b) the credibility of the concern; and
- (c) the likelihood of confirming the allegation from attributable sources.

4. Acting in Good Faith. Anyone who files a complaint must act in good faith in doing so, and must have reasonable grounds for believing the information disclosed indicates misconduct, dishonesty or fraud. Any allegations that prove not to be substantiated, and which prove to have been made maliciously or knowingly to be false, may subject the complainant to disciplinary action, up to and including termination of employment if the complainant is an employee.

BVLP reserves the right to modify or amend this policy at any time as it may deem necessary.

This policy was adopted by the BVLP Board of Directors on July 6, 2016, and will remain in full force and effect, unless and until modified, amended or rescinded by such Board.



Chairperson, Board of Directors

ATTEST:



Secretary, Board of Directors