

DOCUMENT ADMINISTRATION

VERSION NUMBER	APPROVAL PROCESS	DATE
1.0	Prepared by: Governance	May 2009
	Approved by: Gavi Alliance Board	3 June 2009 Effective from: 3 June 2009
2.0	Revised by: Director of internal Audit (as requested by Gavi Alliance Board Chair)	March 2011
	Reviewed by: Legal Director of Human Resources Interim CEO Executive Team (sub group on corporate issues) Staff Council	March-July 2011
	Approved by: Executive Team	10 August 2011 Effective from: 1 September 2011
3.0	Updated by: Executive Office (change to Compliance Officer contact details)	21 January 2013

1. Purpose

- 1.1. Gavi is responsible for the good management of its resources, and is committed to ensuring compliance with its policies, procedures and guidelines (“**Gavi rules**”) through internal controls that are intended to prevent and deter their violation.
- 1.2. Gavi staff have a responsibility to disclose potential violations of Gavi rules that may come to their attention, and thus help protect the organisation and the resources entrusted to it. For these reasons, Gavi maintains an environment where it can receive and address concerns and complaints in confidence.
- 1.3. The purpose of this policy is to provide for an independent investigation by the Compliance Officer of reports of a suspected violation of Gavi rules and review thereof by the Chair of the Board, and to protect employees who make such reports.

2. Scope

- 2.1 This policy applies to all employees, whether holding an indefinite or fixed-term contract of employment with Gavi.

3. Definitions

- 3.1 “**Whistleblower**”: an individual who reports a suspicion of a violation of Gavi rules (“**Suspected Violation**”). Whistleblowers provide information, based on a reasonably held suspicion that a wrongdoing has occurred.
- 3.2 “**Retaliation**”: any direct or indirect adverse action that is threatened, recommended or taken against an employee because he or she reported a suspicion of wrongdoing.
- 3.3 “**Compliance Officer**”: the individual designated by Gavi under this policy to receive and address reports of Suspected Violations (see section 5 below).

4. Reporting Suspected Violations

- 4.1 Whistleblowers are supported to raise concerns of Suspected Violations, including but not limited to the following:
 - potential violations of internal financial, accounting and operational controls and procedures;
 - misuse of resources;
 - potential violations of applicable law, including fraud against the organisation.
- 4.2 If an employee is not comfortable informing his or her line manager, applicable Managing Director or the Director of Human Resources of the Suspected Violations, or having done so, is not satisfied with their response, he or she should contact the Compliance Officer. When an employee reports a Suspected Violation in good faith he or she is entitled to protection from retaliation in accordance with the provisions of this policy (see Section 6 below).
- 4.3 A Suspected Violation should be reported in writing as soon as possible and normally not later than 6 months after the event(s) has occurred. The report should be factual and contain as much specific information as possible to allow for a proper assessment of the nature, extent and urgency of the matter.

- 4.4 Anyone reporting a Suspected Violation must be acting in good faith and have reasonable grounds for believing the information disclosed constitutes a potential violation. Where an employee files a report or provides information that is shown to have been intentionally false or misleading, he or she will be subject to disciplinary action in accordance with Gavi's Disciplinary Procedures.

Confidentiality and anonymity

- 4.5 Reports of Suspected Violations will be kept confidential to the maximum extent possible, consistent with the need to conduct a proper investigation. The identity of the whistleblower will be kept confidential (subject only to any legal requirements).
- 4.6 If anonymity is desired, the person reporting the Suspected Violation should send an anonymous letter via postal mail to the attention of the Compliance Officer.

5. Receiving and addressing allegations of Suspected Violations

- 5.1 The Compliance Officer will acknowledge in writing receipt of reports of Suspected Violations (unless the complainant is anonymous), will promptly notify in writing the Chair of the Board, and will conduct a preliminary assessment of the allegation(s) and any evidence made available.
- 5.2 Based on the preliminary assessment, the Compliance Officer will advise the Chair of the Board whether a full investigation appears to be necessary.
- 5.3 The Chair of the Board will decide whether, based on the gravity of the allegation(s), the Vice-Chair of the Board should also be informed. Ordinarily, the Chief Executive Officer and the Deputy Chief Executive Officer will also be notified of the allegation(s).
- 5.4 Where it is determined that a full investigation is necessary, the Compliance Officer will investigate the Suspected Violation or, depending on the gravity of the allegation, it may be decided that the investigation should be conducted by an external party.
- 5.5 The Compliance Officer, or external investigator, will provide a written report of the investigation to the Chair of the Board who will decide upon the next steps, including communicating the results of the investigation to the Chief Executive Officer and/or the Deputy Chief Executive Officer.
- 5.6 Where notified by the Chair of the Board, the Chief Executive Officer and/or the Deputy Chief Executive Officer will determine whether there are grounds for charging an employee with misconduct or gross misconduct in accordance with Gavi's Disciplinary Procedures (see paragraph 7.1).

Compliance Officer

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6. Protection from retaliation

- 6.1 Employees who in good faith report a Suspected Violation will be protected from retaliation. Examples of retaliation include negative actions such as, but not limited to, unwarranted poor performance evaluations, changes in job duties or other negative decisions affecting the individual's terms and conditions of employment.
- 6.2 Any employee who retaliates against someone who has reported a Suspected Violation in good faith or has cooperated with an investigation will be subject to disciplinary action in accordance with Gavi's Disciplinary Procedures.

7. Disciplinary action

- 7.1 Any disciplinary action taken against an employee who is proven to have violated Gavi rules shall be conducted in accordance with Gavi's Disciplinary Procedures.

8. Effective date and review of policy

- 8.1 This policy comes into effect as of 1 September 2011.
- 8.2 This policy will be reviewed and updated as and when required.

