



## **Comprehensive Compliance Reporting Policy and Procedures**

### **What is the purpose of this document?**

The Association of Corporate Counsel, together with ACC Asia Pacific and the ACC Foundation, (collectively "ACC") is committed to establishing a culture of compliance, including a culture that promotes the prevention, detection, and remediation of conduct that does not comply with federal, state and local laws, regulations and rules, and/or with ACC and ACC Chapter governing documents, policies and procedures, including ACC's Code of Conduct, and the policy specified in the present document (collectively, the "Laws" or, individually, a "Law").

To promote and effectuate ACC's commitment to compliance, ACC has established the present Compliance Reporting Policy and Procedures (collectively, the "Policy"). In this Policy, you will find how you can easily express and report to ACC concerns about any known or suspected violations of the Law. Reporting such violations to ACC is an obligation and supports ACC's commitment to a culture of business ethics and compliance.

### **Does this reporting obligation and procedure apply to me?**

If you engage with ACC or an ACC Chapter in any way, then yes, this Policy applies to you! ACC's commitment to compliance extends to its board of directors, employees (both permanent and temporary), independent contractor, consultants, vendors, sponsors, members, chapters and divisions (including their board of directors, employees, contractors, vendors and sponsors).

### **What is the obligation to report?**

**Any individual who becomes aware of or suspects wrongdoing, noncompliance, misconduct, or other activity indicating a violation of one or more Laws, must immediately report the concern to ACC.**

All reports must be made in "Good Faith", which means that the individual has a genuine belief that a potential violation of Law has occurred in the past, is currently occurring or may occur in the future. Good Faith belief, however, does *not* require that a suspected violation be an actual violation. In other words, a report may be in Good Faith even if ACC finds no evidence that the reported violation actually took place. Examples of bad faith reports would include situations where an individual makes reports that another person engaged in misconduct even though the reporting individual knows that such misconduct never occurred.

Individuals should not investigate any report independently. All reports will be reviewed and addressed by ACC's Director of Compliance under the direction of ACC's Chief Legal Officer.

### **How can this Policy be effective?**

Like any policy, it is only effective if the organization has built a culture of compliance. To firmly establish this culture, it is important that everyone involved be aware of this Policy and be positively encouraged to report what they believe in good faith to be violations of Laws. For this reason, it is a requirement of ACC that all ACC supervisors and chapter/division leaders educate their subordinates, contractors, vendors, and sponsors on this Policy and encourage Good Faith reporting. ACC also requests that all vendors and sponsors to do the same with their agents who will be engaging with ACC or one of its chapters/divisions.

### **ACC's Stance on Confidentiality**

The identity of the individual submitting a report in Good Faith will be kept confidential to the fullest extent possible, unless doing so does not comply with the law, or prevents a full and effective investigation of the report. (Please note, that some countries do not allow for anonymity in making reports.) To the greatest extent possible, all personnel responsible for responding to such reports will maintain the confidentiality of the individual and the matters relating to the report.

### **ACC's Non-Retaliation Policy**

ACC firmly prohibits any retaliation against any individual for coming forward with an allegation, or for participating in an investigation of such alleged misconduct. **Regardless of the merits of the report made by a reporting individual**, any ACC employee, agent, vendor, sponsor or member who retaliates against a reporting individual may be subject to disciplinary action up to and including termination of employment, termination of contract, or termination of membership.

Any individual who feels they have been retaliated against should immediately report such misconduct in the same manner as reporting any other type of misconduct pursuant to this Policy.

### **What are the procedures to make a compliance report?**

Individuals have a couple of options when making a report.

#### Option 1

The preferred option is to immediately inform the first person in ACC's "Reporting Chain," which includes in ascending order:

1. Director of Compliance,
2. Chief Legal Officer,

3. Chief Executive Officer,
4. Chair of the ACC Board of Director's Finance and Audit Committee.

The contact information for Reporting Chain can be found below in "ACC's Reporting Chain Contact Information."

If anyone in the reporting chain is involved in any way in the situation or misconduct that is the subject of the allegation, the individual should take the report to the next person up in the reporting chain hierarchy or use Option 2 described below.

### Option 2

Individuals can also make a report using ACC's Hotline intake system. This system takes reports either via **telephone** or **online** (together, the "Hotline"). Details on this system are mentioned below. There are a few things you should know about this system:

- The Hotline system is manned and operated by ACC's third-party hotline vendor, not by ACC.
- The Hotline system stores all reports in ACC's Case Management System, which is accessible by ACC's Director of Compliance, unless the Director of Compliance is implicated in the allegation. In that event the report will only be available to the next person in the Reporting Chain not mentioned in the allegation.
- Individuals reporting through the Hotline can choose to provide their name or remain anonymous, if the laws of the country from which the individual is reporting allows for anonymous reports. The Hotline system will allow anonymity of the phone or online report, unless the local laws of the country from which the report is made do not allow anonymous report. If the laws of the country selected by the reporting person does not permit anonymity, the Hotline's phone and online systems will not offer to that person the option to submit his/her report anonymously.
- All data related to the compliance report is ultimately stored in the United States. Some countries require consent from the reporting individual before sending data outside of the country. The Hotline system will obtain your consent if necessary by location.

A special note to supervisors: if one of your subordinates, agents, contractors or vendors makes a report to you, you are required to a) make the report yourself via the Reporting Chain or the Hotline, or b) encourage the individual to make the report immediately *and* follow-up that the report was actually made (if the individual does not make the report, you are responsible for promptly submitting a report yourself).

### **Must the allegation be proved?**

No, the individual is not expected to prove the truth of the allegation; however, it is important for the individual who submits a report to provide a description of the allegation that is as complete as possible, and if available, provide any information or documentation that may assist in the investigation of the allegation. If any new information pertaining to the reported situation comes to the reporting individual's knowledge, that individual should also report such information (via the Reporting Chain or the Hotline).

### **Will there be follow-up?**

If the reporting individual would like to obtain follow-up information regarding the report submitted pursuant to this Policy, he or she may request such information from the person to whom he or she made the report, or mark the appropriate indicator in ACC's Hotline system (details below). Acting under the direction of the CLO, the Director of Compliance will provide follow-up information at the time and level of detail deemed appropriate under ACC's policies (such as, for example, those included in ACC's Personnel Manual and/or applicable privacy policies) and allowable by law.

### **ACC's Commitment to Respond**

ACC's Director of Compliance, under the direction of the Chief Legal Officer (CLO), is responsible for timely addressing and responding to all reports submitted under this Policy, and for documenting the action taken by ACC in response to such reports.

In the event a report is made that alleges misconduct from anyone in the Reporting Chain, the next highest individual on the Reporting Chain will determine what staff should conduct the investigation and follow the reporting procedures outlined in this Policy.

Within one business week following receipt of a report, the Director of Compliance will provide an action plan ("Action Plan") for responding to the report. The Action Plan may include components such as a formal investigation, a communication plan, and/or a remediation plan. The Action Plan will list the appropriate corrective action decider regarding the appropriate response to the report. Based on the nature of the allegation, the correction action decider may be the President and CEO, or the Chair of the ACC Board of Directors' Finance and Audit Committee.

All reports will be entered and managed through ACC's Hotline case management system. All actions taken, as directed by the Action Plan, will be recorded by the Director of Compliance in a timely manner in the case management system, including all related materials: investigation reports, evidence and documentation obtained, conclusions, recommendations for response, and actions implemented.

At the conclusion of the Action Plan, the Director of Compliance, under the direction of the CLO, will take the finalized report to the final decision-maker for appropriate follow-up in accordance with ACC's policies, including discipline, if deemed appropriate.

ACC will store all reports, and the related materials (directly and/or through its Hotline vendor).

### **Hotline Instructions**

Access ACC's Compliance Reporting Hotline here: [www.acc.ethicspoint.com](http://www.acc.ethicspoint.com)  
Follow the prompts provided on the webpage.

### **ACC's Reporting Chain Contact Information:**

#### **ACC Director of Compliance:**

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