

**DRAFT**  
**Somers Land Trust – “Whistleblower” Policy**

**General**

Somers Land Trust (SLT) requires its directors, officers and representatives to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of Somers Land Trust, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

As part of Somers Land Trust’s commitment to fulfilling its legal and ethical responsibilities, the following “Whistleblower” policy establishes a mechanism for reporting of suspected fraud, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, misuse of Somers Land Trust assets or suspected regulatory, compliance, or ethics-related issues, concerns or violations.

**Reporting Responsibility**

It is the responsibility of all directors, officers and representatives to report violations or suspected violations of high business and personal ethical standards and/or applicable legal requirements (“Violations”) in accordance with this Whistleblower Policy.

**No Retaliation**

No director, officer or other representative who in good faith reports a Violation shall suffer harassment, retaliation or other adverse consequence. This Whistleblower Policy is intended to encourage and enable officers, board members, and others to raise serious concerns within SLT prior to seeking resolution outside Somers Land Trust.

**Reporting Violations**

Questions, concerns, suggestions or complaints regarding the ethical and legal standards noted above should be addressed directly to the President of the Somers Land Trust’s Board of Directors who is also Chair of the SLT Audit Committee. If the matter concerns the President, a report may be made to any other officer of the Board of Directors who may then serve as Chair of the Audit Committee by affirmative vote of the Board.

**Chair of Somers Land Trust’s Audit Committee**

The Chair of Somers Land Trust’s Audit Committee is responsible for investigating and resolving all reported complaints and allegations concerning the ethical and legal standards noted above and shall advise the Audit. The Chair of the Audit Committee is required to report to the full Board of Directors at least annually regarding such

complaints and allegations.

### **Accounting and Auditing Matters**

The Audit Committee shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing brought to its attention. The Chair of the Audit Committee shall immediately notify the Audit Committee of any such complaint and work with the Committee until the matter is resolved.

### **Acting in Good Faith**

Anyone filing a complaint concerning a violation or suspected violation of the ethical and legal standards noted above must act in good faith and have reasonable grounds for believing the information disclosed may indicate a violation of such standards.

### **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

### **Handling of Reported Violations**

The President of the Board will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.