

Arts and Dreams Foundation

Whistleblower Policy

1. Purpose

The purpose of this Whistleblower Policy is to encourage and enable directors, officers, employees, volunteers, contractors, and other stakeholders of Arts and Dreams Foundation (the “Foundation”) to raise good-faith concerns about actual or suspected wrongdoing within the organization, without fear of retaliation. The Foundation is committed to the highest standards of ethical conduct, transparency, and accountability in fulfillment of its charitable mission, and takes all reports of potential misconduct seriously.

2. Scope and Protected Concerns

This policy applies to all Foundation directors, officers, employees (full-time, part-time, and temporary), volunteers, interns, contractors, and consultants (“Covered Persons”). Protected concerns under this policy include, but are not limited to, good-faith reports of:

- Violations of federal, state, or local law, including but not limited to tax, employment, and charitable solicitation laws.
- Fraud, theft, embezzlement, or misuse of Foundation assets or donor funds.
- Questionable accounting, financial reporting, or internal control practices.
- Conflicts of interest, self-dealing, private inurement, or excess benefit transactions involving insiders.
- Violations of the Foundation’s governing documents, code of ethics, or other adopted policies.
- Gross mismanagement, waste of charitable resources, or serious violations of donor intent.
- Discrimination, harassment, or other serious violations of workplace laws or policies.
- Attempts to conceal, destroy, or falsify documents relevant to any investigation or official proceeding.

Reports made with a reasonable belief that the information disclosed indicates misconduct are protected, even if the concern ultimately proves unfounded.

3. Policy Against Retaliation

The Foundation strictly prohibits any form of retaliation against any Covered Person who, in good faith:

- Raises a concern or makes a report under this policy.
- Participates in, cooperates with, or provides information related to an investigation, audit, or official proceeding.
- Refuses to participate in activities they reasonably believe to be unlawful or contrary to Foundation policy.

Retaliation includes, but is not limited to, termination, demotion, suspension, denial of promotion, reduction in compensation or hours, reassignment to a lesser position, threats, or any form of harassment because of the individual's protected activity. Any director, officer, employee, or other person who engages in retaliation will be subject to disciplinary action, up to and including removal from the Board or termination of employment or association with the Foundation.

This policy is intended to support, and not to limit, protections afforded under applicable federal and Florida whistleblower laws, including protections relating to reporting violations of tax and nonprofit regulations.

4. Reporting Procedures

4.1 Internal Reporting Options

Covered Persons are encouraged to first raise concerns internally, so that the Foundation can address and correct problems promptly. Reports may be made using any of the following channels:

1. **Immediate Supervisor:** Employees may report concerns to their immediate supervisor, unless the supervisor is the subject of the concern.
2. **Executive Leadership:** Concerns may be directed to the Executive Director/Chief Executive Officer or other designated senior officer.
3. **Board Audit or Governance Committee:** Concerns involving financial matters, senior management, or directors should be reported directly to the Board's Audit (or Finance) Committee Chair or Governance Committee Chair.
4. **Board Chair:** If the concern involves the Audit Committee or Governance Committee, or if the reporter is uncomfortable using other channels, the concern may be reported to the Board Chair.

Contact information for these recipients will be published in the employee handbook and on the Foundation's website or intranet.

4.2 Anonymous and Confidential Reporting

Reports may be made anonymously to the extent permitted by law; however, anonymous reports should include sufficient detail to allow for a meaningful investigation. The Foundation will maintain the confidentiality of the reporter's identity to the fullest extent practicable, consistent with the need to conduct a fair and thorough investigation and to comply with legal obligations. Confidentiality cannot be absolutely guaranteed, but unnecessary disclosure of the reporter's identity is prohibited.

4.3 External Reporting

Nothing in this policy is intended to prevent or discourage any individual from reporting concerns directly to appropriate government or regulatory authorities, including the Internal Revenue Service or state and federal enforcement agencies, when they believe it is necessary or legally required. Individuals are also protected when they participate in official investigations or proceedings related to tax, employment, discrimination, or other legal matters.

5. Reporting Content

To assist in the review and investigation of concerns, reports should, whenever possible, include:

- A clear description of the alleged misconduct or concern.
- The date(s), time(s), and location(s) of the events, if known.
- The names and positions of any individuals involved or with relevant information.
- Any supporting documentation or evidence available to the reporter.
- Any steps already taken to address the concern.

Reporters are not expected to prove wrongdoing, but should provide information sufficient to raise a reasonable concern.

6. Investigation of Reports

Upon receipt of a report, the Foundation will promptly acknowledge, log, and review the concern. Responsibility for review and investigation will generally be assigned as follows:

- Operational or personnel matters: Executive Director/CEO or designee, in consultation with the Board, as appropriate.
- Financial, accounting, or audit-related matters: Audit (or Finance) Committee, often in consultation with external auditors or legal counsel.
- Reports involving the Executive Director/CEO or a Board member: Board Chair and/or Governance Committee, with possible engagement of independent counsel or investigators.

Investigations will be conducted promptly, fairly, and objectively, and will be documented appropriately. The Foundation may consult with legal counsel, auditors, or other specialists as needed. When feasible and appropriate, the reporter will be informed that the investigation has been initiated and, upon conclusion, that it has been completed, consistent with privacy and confidentiality obligations.

7. Corrective Action

If the investigation substantiates the concern, the Foundation will take appropriate corrective and disciplinary action, which may include:

- Revising policies, procedures, or internal controls.
- Providing additional training or oversight.
- Disciplining responsible individuals, up to and including termination of employment or removal from the Board.
- Repaying or recovering misused funds and, when necessary, making corrective disclosures to donors, regulators, or other stakeholders.

The Foundation will also consider whether systemic changes are required to prevent recurrence and to strengthen its culture of ethical compliance and stewardship.

8. Protection Against False or Bad-Faith Reports

The Foundation expects all reports to be made honestly and in good faith. Any individual who knowingly makes a false allegation, or who acts with reckless disregard for the truth, may be subject to disciplinary action, up to and including termination or removal from a volunteer or Board position. This provision is not intended to discourage good-faith reports that turn out to be unsubstantiated.

9. Recordkeeping and Document Preservation

The Foundation will maintain records of all whistleblower reports, investigations, and resolutions in accordance with its document retention and destruction policy and applicable law. It is strictly prohibited to destroy, alter, or conceal any document or record that may be relevant to an actual or anticipated investigation, audit, or official proceeding. Any person who engages in such conduct may face disciplinary action and potential civil or criminal liability.

10. Donor and Public Accountability

The Foundation recognizes that donors, beneficiaries, and the public rely on its integrity in stewarding charitable resources. By adopting and enforcing this Whistleblower Policy, the Foundation affirms that:

- It welcomes credible information about potential misconduct and views such reports as an essential part of safeguarding its mission and donor intent.
- It will not tolerate misuse of charitable assets, fraud, or other unethical conduct.
- It is committed to timely and appropriate responses to substantiated concerns, including disclosure to regulators or donors when required or advisable.

This policy is designed to promote a culture in which everyone connected to the Foundation is empowered to speak up and confident that their concerns will be heard and addressed respectfully.

11. Distribution and Training

A copy of this policy will be:

- Provided to all directors, officers, and employees at the time of onboarding and whenever the policy is updated.
- Incorporated by reference in the employee handbook and made available to volunteers and contractors.
- Posted on the Foundation's internal platform and, as appropriate, on its public website, to demonstrate its commitment to ethical practices and donor accountability.

The Foundation will periodically provide training or reminders regarding this policy, reporting mechanisms, and protections against retaliation

12. Review of Policy

The Board of Directors (or its Governance or Audit Committee) will review this Whistleblower Policy at least every three years, or more frequently as needed, to ensure ongoing compliance with applicable laws, regulations, and best practices for nonprofit governance. Recommended changes will be presented to the Board for approval.

13. Adoption

This **Whistleblower** Policy was adopted by the Board of Directors of **Arts and Dreams Foundation** on:

Date: March 10th, 2026

A handwritten signature in cursive script that reads "Sonya Smith".

Secretary of the Board