

Board of Directors and Volunteers Whistleblower Protection



BOD Y11-20-04-08 [Initial] [Policy]

APTA requires directors, officers, employees, and volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of APTA must practice honesty and integrity in fulfilling their responsibilities and must comply with all applicable laws and regulations.

Reporting Responsibilities

This policy is intended to encourage and enable members of the Board of Directors and volunteers (“whistleblower(s)”) to raise serious concerns internally (“blowing the whistle”) so that APTA can address and correct inappropriate conduct and actions. It is the responsibility of all members of the Board and volunteers to report concerns about violations of APTA’s policies or suspected violations of law or regulations that govern APTA and its related organizations.

No Retaliation

It is contrary to the values of APTA for anyone to retaliate against any member of the Board, employee, or any volunteer who, in good faith, reports an ethics violation or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, improper billing, failure to disclose a conflict of interest, or violation of any regulation governing the operations of APTA. A member of the Board who retaliates against someone who has reported a violation in good faith shall be referred to APTA’s chief executive officer and may be subject to appropriate discipline as determined by the Code of Conduct Board Work Group. A volunteer who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of their volunteer engagement. An employee who retaliates against someone who has reported a violation in good faith may be subject to discipline as outlined in the Employee Whistleblower Policy found in the Employee Policy Manual.

Reporting Procedure

Members of the Board and volunteers are encouraged to blow the whistle. APTA encourages members of the Board and volunteer whistleblowers to share their complaint with the General Counsel, (unless the complaint involves the General Counsel, then, complaints should be shared with the CEO). The General Counsel is required to report the complaint to the CEO, unless the CEO is implicated; in that case, the complaint should be reported to the President of APTA.

General Counsel

Except for complaints involving the General Counsel, APTA’s General Counsel shall be responsible for ensuring that all complaints are investigated and resolved. In matters involving the General Counsel, the CEO shall conduct the investigation with the assistance of outside counsel. The General Counsel shall advise the CEO of all complaints and their resolution, and shall report these at least annually to the Finance and Audit Committee.

Accounting and Audit Matters

The General Counsel shall immediately notify the Chair of the Finance and Audit Committee of any complaints regarding corporate accounting practices, internal controls, or auditing, and work with the committee until the matter is resolved.

Acting in Good Faith

Anyone filing a written complaint concerning a violation or suspected violation must act in good faith, exercise sound judgment, and have reasonable grounds for believing the information disclosed supports the complaint. Any allegations that prove not to be substantiated and that prove to have been made maliciously or knowingly to be false may result in disciplinary action against the whistleblower. For members of the Board this may include disciplinary action up to and including removal from the Board, as is provided under Illinois Law. For volunteers, disciplinary action may include termination of the volunteer's engagement with APTA.

Confidentiality

Complaints may be submitted on a confidential basis by the whistleblower. The identity of the whistleblower and the complaint itself shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Explanation of Reference Numbers:

HOD P00-00-00-00 stands for House of Delegates/month/year/page/vote in the House of Delegates minutes; the "P" indicates that it is a position (see below). For example, HOD P06-17-05-04 means that this position can be found in the June 2017 House of Delegates minutes on Page 5 and that it was Vote 4.

P: Position | S: Standard | G: Guideline | Y: Policy | R: Procedure

Last Updated: 2/3/2021

Contact: nationalgovernance@apta.org