

# FAR AWAY PROJECTS

## WHISTLEBLOWER POLICY

### **General**

Far Away Projects (the “Corporation”) is committed to lawful and ethical behavior in all of its activities, and requires its directors, officers, employees and staff members (individually and collectively, “Personnel”) to observe high standards of professional and personal ethics in the performance of their duties and responsibilities. As part of this commitment, the Corporation encourages an open and honest atmosphere in which any good faith problem, complaint, concern, suspected violation, suggestion or question regarding the Corporation’s business practices can be voiced to the Corporation without fear of retaliation.

### **The Policy**

The Corporation has enacted this Whistleblower Policy (this “Policy”) to protect any Personnel who makes or causes to be made a report (an “Initial Report”) regarding what he or she believes or suspects, in each instance in good faith, to be an action, inaction, practice or policy that appears questionable, fraudulent, dishonest or suspicious in nature with respect to, involving or arising from:

- the Corporation’s finances (including any internal or external accounting, controls or auditing matters);
- violations by the Corporation or any of its Personnel (with respect to the Corporation) of any state or federal law or regulation, including but not limited to corruption, malfeasance, bribery, theft, fraud, misuse of property or resources, or coercion;
- providing false information in connection with an inquiry or investigation by a court, agency, law enforcement organization or other governmental or quasi-governmental body;
- a misuse of Corporation property or resources (including but not limited to Personnel engaging in self-dealing, which is generally a transaction that results in personal benefit or gain);
- gross misconduct, gross incompetence or gross inefficiency of any Personnel (including but not limited to forgery or the unauthorized alteration, destruction or withholding of documents or files);
- potential violations of the Corporation’s policies (including this Policy); or
- the failure of Personnel to either cooperate in inquiries or investigations or identify potential violations or violators of this Policy.

The matters described above, together with any similar matters or acts, even if not specifically described above, are “Financial and Legal Matters.”

## **No Retaliation**

This Policy is intended to protect Personnel who comply with this Policy in good faith. This Policy does not protect any Personnel who make, file, take any action, or cause the making, filing of, or taking of any action with respect to an Initial Report (i) in bad faith, (ii) not in good faith, (iii) with a malicious intent, and/or (iv) knowing that such Initial Report is false or baseless (“Bad Faith Acts”). Filing an Initial Report in which the suspected conduct reported is determined to be proper conduct does not, in and of itself, constitute a Bad Faith Act. Engaging in a Bad Faith Act is a serious violation of this Policy. Any Personnel who engages in a Bad Faith Act will be subject to disciplinary measures and/or other corrective actions.

This Policy is intended to encourage and enable Personnel to make an Initial Report in compliance with this Policy without fearing a retaliatory act. Under certain circumstances, a “Retaliatory Act” may include, but is not necessarily limited to, being subjected to harassment, victimization, intimidation and/or adverse employment-related consequences. The Corporation will use its best efforts to protect any Personnel who files (or is suspected of filing) an Initial Report and any Personnel who complies with (or is suspected of complying with) this Policy from Retaliatory Acts. Engaging in a Retaliatory Act is a serious violation of this Policy. Any Personnel who engages in a Retaliatory Act will be subject to disciplinary measures and/or other corrective actions.

## **Confidentiality**

Initial Reports may be submitted on a confidential basis by the reporting individual or may be submitted anonymously. The Corporation shall keep confidential the identity of any Personnel who makes an Initial Report, to the extent reasonably practicable and consistent with applicable law and the Corporation’s policies. The Corporation will balance the desire of Personnel to remain anonymous and the Corporation’s desire to be informed about, investigate and address questionable, fraudulent, dishonest or suspicious conduct.

## **Reporting Violations**

Personnel may make an Initial Report in accordance with this Policy if he or she believes or suspects, in each instance in good faith, there to be an action, inaction, practice or policy that appears questionable, fraudulent, dishonest or suspicious in nature with respect to, involving or arising from Financial and Legal Matters. An Initial Report may be directed to the Corporation’s President, Secretary, Chairman (if any) or Treasurer (each, a “Compliance Officer”). Alternatively, any Personnel may direct an Initial Report to any officer, director, supervisor and/or manager with whom such Personnel is comfortable approaching. Any officer, director, manager and/or supervisor who is not a Compliance Officer who receives an Initial Report shall immediately provide the Initial Report to one or more Compliance Officers. No director, officer, supervisor and/or manager shall be required to identify the reporting Personnel unless the Board of Directors, after considering the confidentiality guidelines set forth in this Policy, requires such officer, director, supervisor and/or manager to identify the reporting Personnel.

## **Investigation**

The Compliance Officer will, to the extent practicable, notify the reporting Personnel to acknowledge receipt of the Initial Report. Each Compliance Officer who receives an Initial Report shall inform the Board of Directors of such receipt in a timely manner. The Board of Directors shall reasonably conduct or cause to be reasonably conducted an investigation into the issues raised by the Initial Report (an “Investigation”). An Investigation may include questioning Personnel, seeking the advice of counsel, and seeking the assistance of an outside accountant or auditor, in each instance as reasonably determined by the Board of Directors, or if the Investigation is delegated to an Investigation Committee (defined herein), as reasonably determined by the Investigation Committee.

The Board of Directors may, as it deems appropriate, form an investigation committee (“Investigation Committee”) to conduct an Investigation and appoint directors to such committee. Any individual identified in the Initial Report or at any time suspected of being involved in the matter reported is prohibited from serving on the Investigation Committee conducting the particular Investigation, as are persons related to such individual unless otherwise determined by the Board of Directors. If reasonable, the Investigation Committee shall report its findings to the Board of Directors during the course of its Investigation. In all instances, the Investigation Committee shall report its findings to the Board of Directors at the conclusion of its Investigation.

## **Resolution and Corrective Action**

If the Investigation indicates that a violation of law, regulation or Corporation policy has occurred, then the Board of Directors shall determine and implement, or cause the implementation of, disciplinary measures (including termination and removal) and/or other corrective action(s) as it determines appropriate under the circumstances. If an Investigation Committee has been formed, it shall recommend any appropriate resolutions and/or corrective actions, and the Board of Directors shall consider, but not be bound by, the Investigation Committee’s recommendations.

## **Document Retention**

The Corporation shall maintain a record of all Initial Reports and the actions taken with respect thereto and maintain such records in accordance with the Corporation’s document retention and destruction policy.