

Section 10. Whistleblower Policy

10.1 Purpose

Red Ribbon Foundation is committed to the highest standards of ethical and legal business conduct. In line with this commitment, this policy aims to provide an avenue for Board of Directors members, employees and /or interested parties to raise concerns about wrongdoing or inappropriate activities concerning RRF without fear of retaliation. This policy is intended to cover serious concerns regarding RRF employees, volunteers, vendors, or grantees that could have a material impact on RRF, such as actions that:

- May lead to incorrect financial reporting;
- Are unlawful;
- Are not in line with RRF's Policies and Procedures; or
- Otherwise amount to serious improper conduct.

A non-exhaustive list of the types of improprieties that should be reported is reflected below:

- Forgery or alteration of documents (checks, agreements, orders, budgets, etc);
- Misrepresentation of information on documents;
- Misrepresentation of a fact or the making of a false statement regarding a matter contained in financial records, financial reports or audit reports;
- Misappropriation of funds or any other asset;
- Theft, disappearance, or destruction of any asset;
- Improprieties in the handling or reporting of financial transactions;
- Action causing injury, loss or damage;
- Harassment or discrimination in relation to a person's employment;
- Matters that may involve a violation of a Federal or State law, rule or regulation, or those that could have a material impact on RRF's reputation or financial health; or
- Failure to comply with RRF's policies or procedures.

This policy encourages Board of Director members, employees and/or interested parties to put their names to allegations because appropriate follow-up questions and investigation may not be possible unless the source of the information is identified. Concerns expressed anonymously will be investigated, but consideration will be given to: (i) the seriousness of the issue raised; (ii) the credibility of the concern; and (iii) the likelihood of confirming the allegation from attributable sources.

10.2 Safeguards

RRF is committed to maintaining an environment in which people feel free to report all suspected violations of any applicable laws, regulations, policies and procedures. Accordingly,

- No retaliatory action will be taken against any individual who in good faith assists or participates in an investigation.
- Every effort will be made to protect the complainant's identity, to the extent consistent with the need for a thorough investigation and taking into consideration any disclosure obligations and applicable regulatory requirements.

10.3 Procedures

10.3.1 Reporting

The whistle-blowing procedure is intended for the reporting of serious and sensitive issues. The earlier a concern is expressed, the easier it is to take action. Although the Board of Director member, employee and/ or interested party is not expected to prove the truth of an allegation, said party need demonstrate that there are sufficient grounds for concern.

Serious concerns relating to financial reporting, unethical or illegal conduct may be submitted in writing on a confidential basis or anonymously to the Legal Director of RRF or the Board President. Contact information for these two individuals is set forth below.

Mark envelope: "TO BE OPENED BY ADDRESSEE ONLY. PERSONAL AND CONFIDENTIAL"

Contact information

Andy Levison, RRF Board President
Southfield Capital Advisors
124 West Putnam Avenue
Greenwich CT 06831

Kevin Ryan, RRF Legal Director and Board VP
Nicoletti, Gonson, Spinner & Owen, LLP
555 Fifth Avenue, 8th Floor
New York NY 10017

10.3.2 How the Complaint will be Handled

The action taken will depend on the nature of the concern. The Legal Director or Board President shall guide initial inquiries will be made to determine whether an investigation is appropriate and the form that it should take. The amount of interaction between the complainant and those reviewing the concern will depend on the nature of the issue and the clarity of information provided. Further information may be sought from the complainant. RRF will exercise discretion regarding the confidentiality of the report and investigation, to the extent consistent with the need for a thorough investigation and taking into consideration any disclosure obligations and applicable regulatory requirements.

This policy is to be posted on the Red Ribbon Foundation's website under "ethical conduct and governance," and in each board manual. The executive director will have the responsibility of updating the contact information for both of those individuals and then sending the policy with the updated contact information to all interested parties.

10.4. Report to Executive Committee

RRF's Executive Committee will receive reports on the status of any material allegation(s) made pursuant to this policy, and on the status of any related investigation(s).