

EB RESEARCH PARTNERSHIP, INC.

WHISTLEBLOWER POLICY

(As Adopted by the Board of Directors on December 17, 2018)

General

EB Research Partnership, Inc. (“EBRP”) requires its directors, officers, employees, grantees and volunteers who provide substantial services to EBRP (each a “Protected Person”) to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of EBRP, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations. Accordingly, the Board of Directors of EBRP (the “Board”) has adopted this Whistleblower Policy (“Policy”) to encourage and enable Protected Persons to raise concerns within EBRP for investigation and appropriate action without fear of retaliation. EBRP has authorized the Executive Committee of the Board (the “Executive Committee”) to oversee this Policy.

Reporting Responsibility

All Protected Persons are responsible for reporting any and all violations or suspected violations of business and personal ethical standards, EBRP policies and/or applicable legal requirements in accordance with this Policy. The matters that should be reported under this Policy include, but are not limited to, suspected fraud, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, misuse of EBRP assets or personnel and violations of EBRP’s Conflicts of Interest Policy, Confidentiality and Proprietary Matters Policy or Donor Privacy Policy or of any law or regulation governing EBRP’s operations and activities (each, a “Suspected Violation”).

Designated Officers

Richard A. Grossmann and Jeffrey Berger (each, a “Whistleblower Compliance Contact”), the Executive Director and any member of the Executive Committee (together with the Whistleblower Compliance Contacts, the “Designated Officers”) are hereby designated as the individuals responsible for investigating and resolving all Suspected Violations that are reported (each a “Complaint”), as well as advising the Executive Committee of all Complaints. The names and contact information of the Whistleblower Compliance Contacts are listed on Schedule A attached hereto, which schedule may be as may be amended from time to time by the Executive Committee. Designated Officers shall report to the Executive Committee at each regularly scheduled Executive Committee meeting on compliance activity.

Reporting Procedures

EBRP has an open door policy and encourages Protected Persons to report questions and concerns regarding any and all Suspected Violations or any suspected adverse action against a Protected Person making any such report. If a Protected Person reasonably believes that any person associated with EBRP is engaging in or plans to engage in a violation of any applicable legal, regulatory, or ethical standard or EBRP policy, such person must immediately report the Suspected Violation pursuant to this Policy. The Protected Person should first report the Suspected Violation to the Executive Director or any member of the Executive Committee. If the Protected Person is not comfortable reporting to the Executive Director or a member of the Executive Committee or not satisfied with the response, he or she should contact a Whistleblower Compliance Contact.

The Whistleblower Compliance Contacts shall report any Suspected Violation (other than a Complaint regarding one or more members of the Executive Committee) to the Executive Committee, and may also report such Suspected Violation to the Board. Any Complaints regarding the Executive Director and/or any member of the Executive Committee shall be reported directly to one or more of the Whistleblower Compliance Contacts. One or more of the Designated Officers, as appropriate, shall report to the Board on any Complaints, on how such Complaints are being handled, and when and how each Complaint is resolved.

Investigations and Deliberations

The Designated Officers will promptly acknowledge receipt of each Complaint, but only to the extent the reporting person's identity is disclosed or a return address is provided.

All Complaints will be promptly investigated, the scope of any such investigation being within the sole discretion of the Executive Committee, and appropriate corrective action will be taken if warranted by the investigation. EBRP and its employees shall cooperate as necessary in connection with any such investigation. The Executive Committee may decide that any Complaint should be investigated and resolved by the Executive Committee, Whistleblower Compliance Contacts or other duly authorized Committee of the Board. In addition, the Executive Committee shall investigate and resolve any Complaints regarding the Executive Director.

A member of the Board who is also an employee of EBRP shall not be present at any meeting or deliberations of the Executive Committee, any other authorized committee of the Board or the full Board relating to a Complaint. The person who is the subject of a Complaint may not be present at or participate in deliberations or vote on the matter relating to such Complaint, except that the Executive Committee, Whistleblower Compliance Contacts, any other authorized committee of the Board or the full Board may request that the person who is subject to the Complaint present information as background or answer questions at a meeting of the Executive Committee, any other authorized committee of the Board or the full Board prior to the commencement of deliberations or voting.

Actions Under this Policy

Anyone filing a Complaint concerning a Suspected Violation under this Policy must act in good faith and have reasonable grounds for believing that a violation of such standards is occurring or planned. However, any report or allegation that proves to have been made maliciously or knowingly to be false or misleading will be viewed as a serious disciplinary offense.

Confidentiality

Reports of Suspected Violations may be submitted on a confidential basis or anonymously to the Whistleblower Compliance Contacts, whose contact information is provided in Schedule A attached hereto. EBRP, the Executive Committee, the Audit Committee, the Board of Directors and the Whistleblower Compliance Contacts will use all reasonable efforts to maintain the confidentiality of any Protected Person who in good faith reports a Suspected Violation and to keep confidential reports of Suspected Violations, to the extent consistent with the investigation and reporting obligations set forth in this Policy and with legal requirements.

No Retaliation

No Protected Person who in good faith reports any Suspected Violation shall suffer intimidation, harassment, discrimination or other retaliation or, in the case of an employee, adverse employment consequences. Anyone who retaliates against a person who has reported any Suspected Violation in good faith is subject to discipline including, in the case of employees, termination of employment and, in the case of volunteers, dismissal from the volunteer position. Notwithstanding anything contained herein to the contrary, this Policy is not an employment contract and does not modify the employment relationship between EBRP and its employees, nor does it change the fact that employees of EBRP are employees at will. Nothing contained herein is intended to provide any Protected Person with any additional rights or causes of action, other than those provided by law.

Distribution of Policy

A copy of this Policy shall be posted on EBRP's website and posted at EBRP's office in a conspicuous, accessible location.

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Schedule A

Whistleblower Compliance Contacts

Richard A. Grossmann 617-372-7071
richard@ebresearch.org

Jeffrey Berger 312-285-6123
jeff@ebresearch.org

Last updated: December 17, 2018