WHISTLEBLOWER POLICY

SHASTA TRADES NONPROFIT

Adopted by the Board of Directors on this 3rd day of September, 2026

ARTICLE 1: INTRODUCTION AND PURPOSE

Section 1.1 Commitment to Integrity. Shasta Trades Nonprofit (the "Corporation") is committed to the highest standards of integrity, transparency, and accountability in all aspects of its operations. This commitment is essential to fulfilling our mission: *to provide affordable, high-quality trade services to our lovely Mount Shasta community, to offer mentors work they love, and to help the next generation become licensed contractors through paid apprenticeships.*

Section 1.2 Purpose. This Whistleblower Policy (the "Policy") is intended to:

- (a) Encourage directors, officers, employees, and volunteers to report suspected illegal, fraudulent, or policy-violating activities;
- (b) Provide clear and accessible procedures for reporting concerns;
- (c) Protect individuals who report concerns in good faith from retaliation;
- (d) Ensure that all reports are investigated promptly, fairly, and thoroughly; and
- (e) Demonstrate the Corporation's commitment to ethical conduct and accountability.

Section 1.3 Scope. This Policy applies to all directors, officers, employees, and volunteers of the Corporation. This Policy is intended to supplement, not replace, other applicable policies and laws, including the Corporation's Conflict of Interest Policy, Code of Ethics, and any applicable whistleblower protection laws.

Section 1.4 Application to Business Matters. This Policy applies to matters related to the Corporation's business and operations, not to private acts of individuals unrelated to the Corporation.

ARTICLE 2: DEFINITIONS

Section 2.1 Protected Disclosure. A "Protected Disclosure" is any report made in good faith by a director, officer, employee, or volunteer of the Corporation regarding:

- (a) Any action or suspected action that is illegal, fraudulent, or in violation of any adopted policy of the Corporation;
- (b) Any conduct that violates applicable federal, state, or local laws or regulations;
- (c) Any conduct that constitutes financial impropriety, mismanagement, or abuse of authority;
- (d) Any conduct that poses a substantial and specific danger to public health or safety;
- (e) Any conduct that constitutes a violation of the Corporation's Conflict of Interest Policy; or
- (f) Any conduct that constitutes a violation of the Corporation's Code of Ethics or other adopted policies.

Section 2.2 Examples of Reportable Concerns. Reportable concerns may include, but are not limited to:

- (a) Fraud, embezzlement, or theft;
- (b) Unauthorized use of Corporation funds or assets;
- (c) Undisclosed conflicts of interest;
- (d) Violations of applicable laws or regulations;
- (e) Unsafe working conditions or practices;
- (f) Discrimination or harassment;
- (g) Abuse of authority; or
- (h) Violations of any Corporation policy.

Section 2.3 Good Faith. A report is made in "Good Faith" if the reporting individual:

- (a) Has reasonable grounds for believing the information indicates a violation; and
- (b) Is not making the report maliciously, frivolously, or with the intent to harm or harass another person.

Section 2.4 Compliance Officer. The "Compliance Officer" is the person designated by the Board of Directors to receive and investigate reports under this Policy. The

Compliance Officer shall be the Executive Director, unless the Board designates another person.

Section 2.5 Backup Compliance Officer. If the Compliance Officer is the subject of a report, or if the reporting individual is uncomfortable reporting to the Compliance Officer, the Backup Compliance Officer shall be the Board Chair or the Secretary, as designated by the Board. If the Executive Director is the subject of a report, the Board Chair or Secretary shall serve as the Compliance Officer for that matter.

Section 2.6 Retaliation. "Retaliation" means any adverse action taken against a person because they made a Protected Disclosure, participated in an investigation, or exercised their rights under this Policy. Retaliation includes, but is not limited to:

- (a) Termination of employment or volunteer status;
- (b) Demotion or reduction in pay, hours, or responsibilities;
- (c) Harassment, intimidation, or threats;
- (d) Unfair treatment or discrimination; or
- (e) Any other adverse action affecting the person's employment or volunteer status.

ARTICLE 3: GOOD FAITH REPORTING AND COVERED VIOLATIONS

Section 3.1 Duty to Report. Any director, officer, employee, or volunteer of the Corporation who has reasonable grounds to believe a violation has occurred **shall** report the concern in accordance with this Policy.

Section 3.2 Good Faith Requirement. All reports must be made in good faith. A report made in good faith is an act of responsibility that helps protect the Corporation and its mission. The Corporation values and encourages reports made in good faith.

Section 3.3 False or Malicious Reports. Any person who makes a report that is:

- (a) Made maliciously;
- (b) Known to be false at the time of reporting; or
- (c) Made with the intent to harm or harass another person;

shall be subject to discipline, up to and including termination of employment or volunteer status, and may be subject to legal liability.

Section 3.4 Covered Violations. This Policy covers any action or suspected action that is:

- (a) Illegal;
- (b) Fraudulent;
- (c) In violation of any adopted policy of the Corporation;
- (d) In violation of applicable federal, state, or local laws or regulations; or
- (e) In violation of the Corporation's Conflict of Interest Policy or Code of Ethics.

Section 3.5 Positive Framing. Reporting a concern in good faith is a positive act of responsibility. The Corporation encourages all directors, officers, employees, and volunteers to speak up when they see something that does not seem right.

ARTICLE 4: NO RETALIATION (ANTI-RETALIATION PROTECTION)

Section 4.1 Prohibition on Retaliation. No director, officer, employee, or volunteer of the Corporation who in good faith:

- (a) Reports a violation under this Policy;
- (b) Participates in an investigation of a report;
- (c) Assists in providing information or evidence related to a report; or
- (d) Exercises any rights under this Policy;

shall suffer harassment, retaliation, or adverse consequences as a result.

Section 4.2 Protected Activity. Protected activity includes:

- (a) Making a report under this Policy;
- (b) Providing information to an investigator;
- (c) Cooperating with an investigation;
- (d) Testifying in any proceeding related to a report; and
- (e) Refusing to participate in an activity that would violate a law or regulation.

Section 4.3 Protection Under Law. This Policy is intended to comply with and supplement federal and state whistleblower protection laws, including:

- (a) **Sarbanes-Oxley Act of 2002** (federal law prohibiting retaliation against whistleblowers in all corporations, including nonprofits);
- (b) **California Labor Code Section 1102.5** (California law protecting whistleblowers from retaliation for reporting violations of law); and
- (c) **Other applicable laws** that protect whistleblowers from retaliation.

Section 4.4 Consequences of Retaliation. Any director, officer, employee, or volunteer who retaliates against a person who made a Protected Disclosure or participated in an investigation shall be subject to discipline, up to and including termination of employment or volunteer status, and may be subject to legal liability.

Section 4.5 Reporting Retaliation. Any director, officer, employee, or volunteer who reasonably believes they have been retaliated against shall report the retaliation in accordance with this Policy's reporting procedures. Retaliation claims shall be investigated with the same rigor as the original complaint.

Section 4.6 Protection for Volunteers. Volunteers who report concerns under this Policy are protected from retaliation to the same extent as employees. Retaliation against a volunteer may result in termination of their volunteer status and may subject the retaliator to discipline.

Section 4.7 Notification of Rights. The Corporation shall inform all directors, officers, employees, and volunteers of their rights under this Policy and under applicable whistleblower protection laws.

ARTICLE 5: REPORTING PROCESS

Section 5.1 General Reporting Procedure. Any director, officer, employee, or volunteer who has reasonable grounds to believe a violation has occurred shall report the concern using one of the following methods:

Step 1: Direct Supervisor (Recommended First Step). In most cases, the reporting individual should first share the concern with their direct supervisor. The supervisor shall then report the concern to the Compliance Officer and cooperate with any investigation.

Step 2: Compliance Officer. If the reporting individual is uncomfortable with their supervisor, or if they are unsatisfied with their supervisor's response, they shall report the concern directly to the Compliance Officer.

Step 3: Backup Compliance Officer. If the reporting individual is uncomfortable reporting to the Compliance Officer, they shall report the concern to the Backup Compliance Officer (Board Chair or Secretary). This option is also used if the Compliance Officer is the subject of the report.

Step 4: Confidential or Anonymous Reporting. Reports may be submitted on a confidential basis or anonymously to the Compliance Officer or Backup Compliance Officer.

Section 5.2 Contact Information. Reports may be directed to:

Role	Name	Contact
Compliance Officer	Executive Director	[Email Address] / [Phone Number]
Backup Compliance Officer	Board Chair	[Email Address] / [Phone Number]
Backup Compliance Officer	Secretary	[Email Address] / [Phone Number]

Section 5.3 Content of Reports. Reports should include as much detail as possible, including:

- (a) The nature of the violation or suspected violation;
- (b) The date(s) and location(s) of the incident(s);
- (c) The name(s) of the person(s) involved;
- (d) The name(s) of any witnesses;
- (e) Any supporting documentation or evidence; and
- (f) Any other information that would assist in the investigation.

Section 5.4 Confidential Reporting. A reporting individual may request that their report be kept confidential. The Corporation shall make reasonable efforts to maintain confidentiality to the extent possible, consistent with the need for a thorough investigation and compliance with applicable law.

Section 5.5 Anonymous Reporting. A reporting individual may submit a report anonymously through the Confidential Reporting Form (Exhibit B) or through such other means as the Compliance Officer may establish. Anonymous reports that contain sufficient information for investigation shall be pursued as thoroughly as any other report. However, the Corporation's ability to investigate anonymous reports may be limited, and the reporting individual may be asked to provide additional information.

Section 5.6 Written Reports. All reports should be documented in writing. The Confidential Reporting Form (Exhibit B) is available for this purpose, but any written communication containing the required information is acceptable.

Section 5.7 Protection for Reporting. The Corporation encourages reporting individuals to identify themselves to facilitate investigation. However, reporting individuals may submit reports on a confidential or anonymous basis. The identity of reporting individuals who identify themselves shall be kept confidential to the extent possible, except as required by law.

ARTICLE 6: CONFIDENTIALITY AND ANONYMITY

Section 6.1 Confidentiality Obligation. All persons involved in receiving, investigating, and responding to reports shall maintain confidentiality to the extent possible, consistent with the need for a thorough investigation and compliance with applicable law. Information about a report shall be shared only on a "need-to-know" basis.

Section 6.2 Limits on Confidentiality. Confidentiality may be limited in the following circumstances:

- (a) When necessary to conduct a thorough investigation;
- (b) When required by law or legal process;
- (c) When the reporting individual consents to disclosure;
- (d) When disclosure is necessary to protect the health or safety of any person; or
- (e) When the report involves conduct that is so serious that the Corporation must take immediate action.

Section 6.3 Protection of Identity. The Corporation shall make reasonable efforts to protect the identity of reporting individuals from disclosure to persons who are not involved in the investigation, except as required by law or necessary to conduct a thorough investigation.

Section 6.4 No Retaliation for Confidentiality. A reporting individual who requests confidentiality shall not be retaliated against for making such a request.

ARTICLE 7: INVESTIGATION PROCEDURES

Section 7.1 Designated Investigator. Upon receipt of a report, the Compliance Officer shall:

- (a) Acknowledge receipt of the report promptly;
- (b) Determine whether the report falls within the scope of this Policy;
- (c) If so, designate a person or persons to investigate the report. The investigator(s) shall be impartial and shall have no conflict of interest with respect to the subject matter of the report.

Section 7.2 Impartial Investigation. All investigations shall be conducted impartially, fairly, and with due process for all parties involved. The investigator(s) shall:

- (a) Review relevant documents, records, and evidence;
- (b) Interview relevant witnesses, including the reporting individual (if known) and the subject(s) of the report;
- (c) Consult with legal counsel or other experts as needed;
- (d) Evaluate findings objectively;
- (e) Preserve the presumption of innocence for all persons subject to investigation; and
- (f) Protect the confidentiality of the investigation to the extent possible.

Section 7.3 Timely Investigation. Reports shall be investigated on a timely basis. The timeframe for investigation shall be reasonable based on the nature and complexity of the report. The Compliance Officer shall provide periodic updates to the reporting individual (if known) on the status of the investigation.

Section 7.4 Reporting to Governance. New investigations and progress on ongoing investigations shall be reported to the Board of Directors (or the Audit Committee, if established) on a periodic basis. Final investigation findings and any recommended actions shall be reported to the Board of Directors.

Section 7.5 Documentation. All investigations shall be documented, including:

- (a) The nature of the report;
- (b) The steps taken in the investigation;
- (c) The findings of the investigation;
- (d) Any actions taken as a result; and
- (e) The date the investigation was concluded.

Section 7.6 Notification of Outcome. The reporting individual (if known) shall be notified of the outcome of the investigation, to the extent permitted by law and consistent with the Corporation's confidentiality obligations.

Section 7.7 Right to Bring a Support Person. A reporting individual who identifies themselves may request to bring a support person to any meetings or interviews related to the investigation, provided that such person agrees to maintain confidentiality.

Section 7.8 Appeals Process. If the reporting individual is unsatisfied with the outcome of the investigation, they may appeal in writing to the Board of Directors. The Board shall review the appeal and respond in writing within thirty (30) days of receipt.

ARTICLE 8: COMPLIANCE OFFICER

Section 8.1 Designation. The Board of Directors shall designate a Compliance Officer to receive reports under this Policy. The Compliance Officer shall be the Executive Director, unless the Board designates another person.

Section 8.2 Duties. The Compliance Officer shall have the following duties:

- (a) Receive and document all reports made under this Policy;
- (b) Acknowledge receipt of reports promptly;
- (c) Determine whether reports fall within the scope of this Policy;
- (d) Designate an investigator for reports that merit investigation;
- (e) Monitor the progress of investigations;
- (f) Report new investigations and progress on ongoing investigations to the Board of Directors;
- (g) Maintain records of all reports and investigations;
- (h) Ensure the policy is reviewed annually; and
- (i) Ensure the policy is distributed and acknowledged by all covered persons.

Section 8.3 Backup Compliance Officer. If the Compliance Officer is the subject of a report, or if the reporting individual is uncomfortable reporting to the Compliance Officer, the Backup Compliance Officer (Board Chair or Secretary) shall serve as the Compliance Officer for that matter.

ARTICLE 9: ACKNOWLEDGMENT AND DISTRIBUTION

Section 9.1 Distribution. A copy of this Whistleblower Policy shall be distributed to all directors, officers, employees, and volunteers of the Corporation. The Policy shall be made available to new directors, officers, employees, and volunteers upon their appointment or hiring.

Section 9.2 Acknowledgment. Each director, officer, employee, and volunteer of the Corporation shall acknowledge receipt and understanding of this Policy by signing the Acknowledgment and Agreement form attached as Exhibit A.

Section 9.3 Posting. This Policy shall be posted in a conspicuous location accessible to all employees and volunteers, and shall be made available on the Corporation's internal website or intranet, if one exists.

Section 9.4 New Hires. This Policy shall be provided to all new employees and volunteers as part of their orientation or onboarding process.

ARTICLE 10: PERIODIC REVIEW AND AMENDMENT

Section 10.1 Annual Review. This Whistleblower Policy shall be reviewed annually by the Board of Directors and updated as necessary to ensure it remains current and effective. The Compliance Officer shall be responsible for facilitating this review.

Section 10.2 Amendments. This Whistleblower Policy may be amended by the affirmative vote of a majority of the directors then in office. Any amendment shall be distributed to all directors, officers, employees, and volunteers.

ARTICLE 11: RECORDKEEPING AND RETENTION

Section 11.1 Documentation. All Protected Disclosures and any subsequent findings or investigations shall be recorded and maintained by the Compliance Officer. Records shall include:

- (a) The nature of the report;
- (b) The date the report was received;
- (c) The steps taken in the investigation;
- (d) The findings of the investigation; and
- (e) Any actions taken as a result.

Section 11.2 Retention Period. Records shall be retained for a period of at least seven (7) years from the date of the report, or longer if required by law.

Section 11.3 Confidential Records. Records shall be maintained confidentially and shall be accessible only to the Compliance Officer, the Backup Compliance Officer, the Board of Directors, and any other persons on a need-to-know basis.

Section 11.4 Notification to Law Enforcement or Attorney General. In cases where the report involves potential criminal conduct, the Compliance Officer shall consult with legal counsel regarding whether to notify appropriate law enforcement authorities or the California Attorney General.

ARTICLE 12: IRS AND LEGAL COMPLIANCE

Section 12.1 Form 990 Compliance. This Whistleblower Policy is designed to satisfy the requirements of the Internal Revenue Service, including Part VI, Section B, Line 13 of Form 990: "Did the organization have a written whistleblower policy?"

Section 12.2 Tax-Exempt Status. This Whistleblower Policy is intended to support the Corporation's continued qualification for tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Section 12.3 California Law Compliance. This Policy is intended to comply with California Labor Code Section 1102.5, which protects whistleblowers from retaliation for reporting violations of law.

Section 12.4 Sarbanes-Oxley Compliance. This Policy is intended to support the Corporation's compliance with the Sarbanes-Oxley Act of 2002, including its whistleblower protections and document retention requirements.

Section 12.5 Notification of Legal Rights. The Corporation shall inform all directors, officers, employees, and volunteers of their rights under applicable whistleblower protection laws, including the right to report concerns to government agencies directly if they choose.

ARTICLE 13: MANAGEMENT RESPONSIBILITY

Section 13.1 Supervisory Responsibility. All supervisors and managers are responsible for:

- (a) Ensuring their subordinates are aware of this Policy;
- (b) Encouraging their subordinates to report concerns; and
- (c) Not retaliating against subordinates who report concerns in good faith.

Section 13.2 Reporting by Supervisors. Supervisors who receive a report from a subordinate shall promptly report the concern to the Compliance Officer and shall not attempt to investigate or resolve the matter themselves without direction from the Compliance Officer.

Section 13.3 Training. The Corporation shall provide training on this Policy to all supervisors and managers, and to all employees and volunteers as appropriate.

ARTICLE 14: BOARD OVERSIGHT

Section 14.1 Board Responsibility. The Board of Directors has ultimate responsibility for overseeing the implementation and enforcement of this Policy.

Section 14.2 Reporting to Board. The Compliance Officer shall report to the Board of Directors on all Protected Disclosures and investigations, including:

- (a) The number and nature of reports received;
- (b) The status of ongoing investigations;
- (c) The outcomes of completed investigations; and
- (d) Any trends or patterns that may require Board attention.

Section 14.3 Independent Review. The Board of Directors may engage independent legal counsel or other experts to review any report or investigation as it deems appropriate.

ARTICLE 15: BOARD RESOLUTION

Section 15.1 Adoption. The Board of Directors of Shasta Trades Nonprofit hereby adopts this Whistleblower Policy.

Section 15.2 Implementation. The Executive Director is directed to enforce this Policy and ensure it is distributed to and acknowledged by all directors, officers, employees, and volunteers.

Section 15.3 Effective Date. This Policy is effective as of the date of Board approval.

IN WITNESS WHEREOF, the undersigned, being the Board of Directors of Shasta Trades Nonprofit, have adopted this Whistleblower Policy.

- **Christopher Carrington, Director, Signature:** ______________________________
- **Megha Marhatta, Director, Signature:** ______________________________
- **Cindi Joy Staller, Director, Signature:** ______________________________

EXHIBIT A: ACKNOWLEDGMENT AND AGREEMENT FORM

Acknowledgment and Agreement Whistleblower Policy Shasta Trades Nonprofit

I, the undersigned, hereby acknowledge that I have received, read, and understand the Whistleblower Policy of Shasta Trades Nonprofit (the "Corporation").

I understand that:

- (a) The Corporation is committed to the highest standards of integrity, transparency, and accountability;

- (b) This Policy encourages reporting of illegal, fraudulent, or policy-violating activities;
- (c) The Corporation prohibits retaliation against any person who in good faith reports a violation or participates in an investigation;
- (d) I have the right to report concerns in good faith without fear of retaliation;
- (e) Reports made maliciously or known to be false may result in discipline, up to and including termination;
- (f) This Policy is intended to supplement, not replace, applicable federal and state whistleblower protection laws; and
- (g) The Corporation may amend this Policy from time to time.

I agree to:

- (a) Comply with the Whistleblower Policy in all aspects;
- (b) Report any concerns or violations in accordance with this Policy;
- (c) Cooperate in any investigation conducted under this Policy; and
- (d) Maintain confidentiality to the extent required by this Policy.
- **Name (Printed):** ____
- **Signature:** ____
- **Title:** ____
- **Date:** ____

EXHIBIT B: CONFIDENTIAL REPORTING FORM

Confidential Report of Concern Whistleblower Policy Shasta Trades Nonprofit

Note: This form may be submitted confidentially or anonymously. If you choose to identify yourself, your identity will be kept confidential to the extent possible.

Section 1: Reporting Individual (Optional)

- **Name (Printed):** ____
- **Title:** ____
- **Contact:** ____
- **Preferred Contact Method:** [ ] Email [ ] Phone [ ] In-Person
- **Do you wish to remain anonymous?** [ ] Yes [ ] No
- **Do you wish to keep your identity confidential from the subject(s) of the report?** [ ] Yes [ ] No
- **Do you wish to be notified of the outcome of the investigation?** [ ] Yes [ ] No

Section 2: Nature of Concern

- Date(s) of Incident(s): ____
- Location(s) of Incident(s): ____
- Person(s) Involved: ____
- Witness(es): ____

Description of Concern (Please be as specific as possible):

Additional Information:

- **Has this concern been previously reported?** [ ] Yes [ ] No
- **If yes, to whom?** ____
- **What was the outcome?** ____

Section 3: Supporting Documentation

- ☐ I have attached supporting documentation or evidence.
- ☐ I do not have supporting documentation or evidence at this time.
- ☐ I may be able to obtain supporting documentation or evidence.

Please submit this form to:

Compliance Officer or Backup Compliance Officer at: [Email Address] / [Phone Number] / [Mailing Address]