

# Code of Ethics and Whistleblower Policy

Orlando Robotics Foundation, Inc.

From the Corporation's Bylaws §9.04,

*The Board shall adopt and periodically review a Code of Ethics and Whistleblower policy to protect the Corporation's interest during its day-to-day operations and in the case of complaints or reports of financial impropriety or misuse of the Corporation's resources.*

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## Article 1: Purpose

This Code of Ethics and Whistleblower Policy is intended to ensure that all directors, officers, employees, and affiliates of Orlando Robotics Foundation, Inc. (the "Corporation") observe and practice high standards of business and personal ethics in the conduct of their duties and responsibilities.

Furthermore, this Policy is intended to enable and encourage all directors, officers, employees, and affiliates to raise serious concerns internally so that the Corporation can address and correct inappropriate conduct and actions.

## Article 2: Code of Ethics

In order to effectively serve the community, keep the goodwill of the public, maintain the Corporation's tax-exempt status, and defend the existence of the Corporation, any individual director, officer, employee, or affiliate of the Corporation, or collective body that represents of the Corporation, must:

(a) Comply with all applicable state and federal laws and regulations regarding the operation of a nonprofit corporation, both in letter and in spirit

(b) Comply with all provisions of the Articles of Incorporation, the Corporation's Bylaws, and all policies and resolutions adopted by the Board

(c) Observe and practice the highest standards of accountability, transparency, and integrity in all interactions

(d) Act in a fair, responsible, gracious, and professional manner toward other directors, officers, employees, and affiliates of the Corporation, and members of the community we serve.

## Article 3: Reporting Violations

It is the responsibility of all directors, officers, employees, and affiliates to report concerns about violations of the Corporation's Code of Ethics or suspected violations of law or regulations that govern the Corporation's operations.

### 3.1 Method of Reporting

The Corporation has an open door policy and suggests that directors, officers, employees, and affiliates share their questions, concerns, suggestions or complaints with any member of the Board. Board members are responsible for forwarding the complaint to an appropriate Officer or investigating in accordance with Article 4.

The recipient member of the Board will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation.

### 3.2 Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

### 3.3 Retaliation

It is contrary to the values of the Corporation for anyone to retaliate against any director, officer, employee, or affiliate who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of the Corporation. Any director, officer, employee, or affiliate who retaliates against someone who has reported a violation in good faith is subject to discipline.

### 3.4 Acting in Good Faith

Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

## Article 4: Complaint Resolution

Ultimate responsibility for the investigation of complaints lies with the Board President, unless the complaint alleges misconduct by the President. In the interest of efficient resolution, complaints regarding the finances or accounting of the Corporation should be investigated by the Board Treasurer, unless the complaint alleges misconduct by the Treasurer. Any member of the Board may conduct an investigation.

Reports of the investigation and recommendations for resolution should be made to the Board. The Board must preserve the confidentiality of the complainant when requested, and take any necessary steps to protect the privacy of individuals affected by the alleged misconduct or its resolution. Details of the complaint, its resolution, and any redactions from the record should be noted in the Board's records.

## Article 5: Amendments

The Board reserves the right to alter, amend, add to or repeal this Policy in accordance with the Bylaws.

Adoption and Revision History		
<b>Adopted</b>	15 Sept. 2023	Adopted by unanimous vote of the Board