



WHISTLEBLOWER POLICY

DOCUMENT INFORMATION

Group / Division	People Operations	
Implementation Team	Director – Organizational Development & Change, Director – Strategic Workforce Management, Head – Industrial Relations & Compensation	
Contact Officer / Team	Director – Strategic Workforce Management	
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2.0	Tania McDonald-Tomlinson – Director – Strategic Workforce Management	November 2021

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1.0 Policy Statement

We have developed this Policy, having regard to the relevant legal requirement as per **The Protected Disclosures Act, 2011**

https://japarliament.gov.jm/attachments/341_The%20Protected%20Disclosures%20Act,%202011.pdf

Group Division:	Legal & Compliance /People Operations
Designated Officers:	CEO; SVP, General Counsel/Corporate Secretary/Ethics Officer; Chairman of the Audit Committee; Internal Auditor; Chief Compliance Officer; Director of Corporate Security; SVP, People Operations; Chairman of the Board
Issuance Date:	November 2019
Effective Date:	November 2019
Scope:	Employees of the Jamaica Public Service Company (JPS) are encouraged to use guidance provided by this Whistleblower Policy ('the Policy') for reporting all allegations of suspected improper company activities as defined by the Protected Disclosures Act, 2011 ('the Act').
Object:	<p>This Policy sets out how JPS will support you so that you can safely express your concerns, know who to contact, how to make a report concerning:</p> <ul style="list-style-type: none">▪ incorrect financial reporting▪ unlawful activity▪ activities which are inconsistent with JPS' policies, including the HR Manual and the Code of Ethics and Business Conduct; or▪ activities which otherwise amount to Improper Conduct (as defined below). <p>a) In an effort to encourage the making of disclosures of Improper Conduct, subject to paragraph (b), Whistleblowers (as defined below) are to be protected against disciplinary action, dismissal, suspension or demotion, harassment, intimidation or victimization, unreasonable refusal of transfer or promotion, undue disadvantage, threats or any other form of Occupational Detriment (as defined below).</p> <p>b) A disclosure loses its protection if the employee making the disclosure commits an offence by making it. Also, if the information is protected by legal professional privilege, the disclosure will not be deemed a Protected Disclosure. Disclosures will not qualify for protection under the Act unless made in good faith and in the public interest.</p>

2.0 Purpose

JPS is committed to a high ethical, moral and legal standard of business practice and in so doing, we engender a culture of openness and accountability where employees can freely report improper conduct. This Policy provides an understanding of how employees can go about disclosing improper activities, the protection that is afforded to them and the process by which allegations are addressed.

Our Code of Ethics and Business Conduct and our core values guide our everyday conduct. JPS actively promotes “whistleblowing” which means we encourage you to come forward, speak up and speak out, raise good faith or genuine concerns of possible misconduct, fraud, corruption, harassment, abuse of authority, discrimination and other forms of wrongdoing.

3.0 Definitions

There are several terms that are referred to throughout this Policy. To ensure that there is consistent understanding of their meaning, key terms have been defined in this section.

- A. **Company resources** - For the purposes of this Policy, JPS’ or Company Resources are defined as, but not limited to the following:
- Cash and other assets, whether tangible or intangible; real or personal property
 - Receivables and other rights or claims against third parties;
 - Intellectual property rights;
 - Effort of JPS’ personnel or of any non-JPS entity billing the company for its effort; eg. payment for services
 - Facilities and the rights to the use of JPS’ facilities;
 - JPS’ name; and
 - JPS’ records, including customer and employee records.
- B. **Designated Authority** is an individual or entity that is determined by the relevant Minister to be responsible for monitoring compliance with the Act.
- C. **Designated Officer** means the person appointed by the Company as the person to whom disclosures may be made, with the authority to receive, take steps to investigate or otherwise deal with any disclosure made.

- D. **Disclosure** refers to any admission of information made by a Whistleblower, regarding any conduct of any of the following persons, where the Whistleblower has reasonable belief, that is, the honest feeling of certainty that the information admitted, shows or tends to show, that Improper Conduct has occurred, is occurring, or is likely to occur, and 'disclose' shall be construed similarly:
- JPS employee,
 - consultant,
 - contractor,
 - volunteer,
 - intern,
 - members of the Board of Directors and members of Committees of the Board of Directors; or
 - JPS.
- E. **Good Faith** is evident when a disclosure is made without malice or consideration of personal benefit and the Whistleblower has a reasonable basis to believe that the Improper Conduct disclosed of is true; provided however that a disclosure does not have to be proven to be true to be made in good faith. Good faith is lacking when the disclosure is known to be malicious or false.
- F. **Improper Conduct** means any of the following:
- criminal offence;
 - failure to carry out a legal obligation;
 - conduct that is likely to result in a miscarriage of justice;
 - conduct that is likely to threaten the health or safety of a person;
 - conduct that is likely to threaten or damage the environment;
 - conduct that shows gross mismanagement, impropriety or misconduct in the carrying out of any activity that involves the use of public funds
 - act of reprisal against or victimization of an employee;
 - conduct that tends to show unfair discrimination on the basis of gender, race, place of origin, social class, colour, religion or political opinion; or
 - wilful concealment of any act described above.
- G. **Occupational detriment** means any act or omission that results in an employee, in relation to his employment, being:
- subject to disciplinary action;

- dismissed, suspended, or demoted;
- harassed, intimidated or victimized;
- transferred against his will;
- refused transfer or promotion;
- subject to a term or condition of employment or retirement from employment, that is altered to his disadvantage;
- provided with an adverse reference;
- denied appointment to any employment, profession or office;
- threatened with any of the actions specified above; or
- otherwise adversely affected in respect of his employment, profession or office, including employment opportunities and job security.

H. **Prescribed Person** means any of the following persons and/or entities listed under the Act with responsibility for receiving, investigating or otherwise dealing with Disclosures:

- Auditor-General;
- Bank of Jamaica;
- Bureau of Standards;
- Children's Advocate;
- Commission for the Prevention of Corruption;
- Commissioner of Police;
- Contractor-General;
- Director of Public Prosecutions;
- Electoral Commission of Jamaica;
- Fair Trading Commission;
- Financial Services Commission;
- Independent Commission of Investigations;
- Integrity Commission;
- Inland Revenue Department;
- National Environment and Planning Agency;
- Office of Utilities Regulation;
- Political Ombudsman; and
- Public Defender

I. **Protected Disclosure** refers to a Disclosure made by an employee of the Company to any of the following, provided that such employee has not committed an offence by making it:

- the/a Designated Officer or other designate of the Company in accordance with the procedure provided in this Policy;
- the relevant Minister;

- Prescribed Persons;
- an Attorney-at-Law with the object of obtaining, or during the process of obtaining, legal advice; or
- a Minister or the Prime Minister in relation to matters of national security, defence or international relations of Jamaica

J. **Whistleblower** refers to someone who discloses Improper Conduct under this Policy. A Whistleblower may be any JPS employee, consultant, contractor, volunteer, intern, member of the Board of Directors and member of Committees of the Board of Directors and are collectively referred to in this Policy as ‘employees’, ‘you’, ‘we’ or the organization.

4.0 Making a Disclosure

JPS promotes an organizational culture that places the highest value on honesty, integrity, accountability, transparency and mutual respect. The Company has a responsibility to protect you and will not disclose your identity unless required or permitted by law and will ensure that you are not subject to occupational detriment as a result of making a Disclosure. The Company is responsible for providing protection against retaliation and promoting whistleblowing.

Disclosures are to be made to a Designated Officer. All Designated Officers possess the authority to receive, take steps to investigate or otherwise deal with any disclosure made. A list of Designated Officers can be found below.

Designated Officers:

- (i) CEO
- (ii) SVP, General Counsel/Corporate Secretary/Ethics Officer
- (iii) Chairman of the Audit Committee
- (iv) Internal Auditor
- (v) Chief Compliance Officer
- (vi) Director of Corporate Security
- (vii) SVP, People Operations
- (viii) Chairman of the Board

Before making a Disclosure, you should satisfy yourself that you have reasonable grounds to suspect Improper Conduct. In practice, a mere allegation with no supporting information is unlikely to reach that standard. If you are in doubt, the JPS’ Ethics Office is a confidential, impartial and professional resource available to all JPS employees. The Ethics Office is

headed by the Ethics Officer who is one of the Designated Officers.
Disclosures may be made orally or in writing to the Ethics Office as outlined below:

*The Ethics Office
Jamaica Public Service Company
6 Knutsford Boulevard
Kingston 5*

*Helpline 888-429-5494 (available 24 hours per day)
Email: ethicsoffice@jpsco.com*

Procedure for Written Disclosures - using the Whistleblower Reporting Form (attached hereto):

- (i) Provide the full name, position and contact information of the person(s) making the disclosure;
- (ii) Provide the full name and position of the person against whom the report is being made;
- (iii) Specify the act of Improper Conduct related to the Disclosure and the time and place where it is taking place, took place or is likely to take place;
- (iv) state the relevant and material facts ground the reasonable belief of the Improper Conduct; and
- (v) provide supporting evidence (where applicable) of the Improper Conduct;

Procedure for Oral Disclosures - Within twenty-four (24) hours after receiving a Disclosure, which was made orally, the Designated Officer should convert it to written format, setting out those aspects of the Disclosure referred to above.

1. A Whistleblower may also make a report to the Designated Authority, if the Whistleblower, at the time of the Disclosure, reasonably believed that he would be subject to an Occupational Detriment if he made the Disclosure to a/the Designated Officer or his employer and/or any detriment to his family or property, and/or that evidence related to the Disclosure would be destroyed or concealed, and/or having made a previous report, no action was taken within thirty (30) days.
2. If a Whistleblower makes a Disclosure in accordance with the procedure established, to someone other than a/the Designated Officer (for

example to a Prescribed Person or the Designated Authority), the Whistleblower is still regarded as having made the Disclosure to a/the Designated Officer.

3. An employee who makes a Protected Disclosure shall not be held liable in any civil, criminal or disciplinary proceedings as a result of making the Disclosure.

5.0 Investigation Process

While the particular circumstances of each Disclosure by a Whistleblower may require different investigative steps, JPS is committed to ensuring that all investigations will:

- a) Follow a fair process
- b) Be conducted as quickly and efficiently as the circumstances permit in accordance with the Act;
- c) Where deemed necessary, the Prescribed Person will take steps to investigate the matter within the required thirty (30) days and determine whether there is enough evidence to substantiate the matters reported;
- d) Contain reports of the progress of the investigation to be made to the person who made the Disclosure, and any other appropriate person, at intervals of thirty (30) days, including the results;
- e) Be independent of the person(s) concerned with the allegations; as such investigations will be carried out fairly and recommendations of the measures to be taken to correct the reported matter submitted.
- f) Include steps to be taken to remedy the Improper Conduct; inclusive of taking disciplinary action where appropriate; providing redress where necessary and reducing the possibility of recurrence.
- g) Include reports of reprisals as a result of making the Disclosure which will be recorded, reviewed and investigated.

6.0 Right to Refuse to Investigate

The person to whom the Disclosure is made may refuse to deal with the Disclosure or cease to investigate, if it is found that:

- the matter has been adequately dealt with
- it may be dealt with more appropriately by someone else

- the matter being reported is frivolous or not does not amount to Improper Conduct to warrant an investigation
- the circumstances surrounding the matter have changed in some way that makes the investigation unnecessary

However, if this occurs, the Whistleblower is to be written within fifteen (15) days providing the reasons for ceasing or not carrying out the investigation.

7.0 Policy Breaches

A breach of the Policy is committed if a Whistleblower is:

- threatened or intimidated;
- prevented, restrained or restricted from making a Protected Disclosure in the case of an employee;
- making a false statement which is misleading or reckless;
- aiding, abetting or conspiring with another person to contravene the Act

Or if the Designated Officer:

- in bad faith, refuses to receive a Disclosure or carry out an investigation in relation to a Disclosure.

8.0 Policy Owner

The Whistleblower Policy was adopted by the Board of Directors and any changes to the Policy must be approved by the Board of Directors.

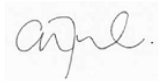
9.0 Effective Date / Transition Period

This Policy takes immediate effect.

10.0 Variation

The company has the right to change the document at any time upon consultation with the relevant stakeholders.

Authorized by:



Gina Tomlinson-Williams
Director – Organizational Development &
Culture

Nov-25-2021

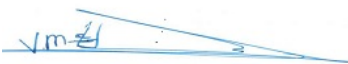
Date



Tania McDonald-Tomlinson
Director – Strategic Workforce Management

Nov-25-2021

Date



Vaughn P. McDonald
Head – Industrial Relations & Compensation

Nov-17-2021

Date



Melanie Gilchrist
SVP - Legal, General Counsel & Company Secretary

Nov-17-2021

Date



Charmaine Heslop-DaCosta
SVP – People Operations

Nov-17-2021

Date



Michel Gantois
President & CEO

Nov-16-2021

Date

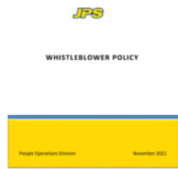
Signature Certificate

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Document Signed By:

Name: Charmaine Heslop-Dacosta
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IP: 208.131.181.146
Location: KINGSTON, 02 (JM)
Date: 17 Nov 2021, 08:12:29, EST
Consent: eSignature Consent Accepted
Security Level: Email

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Location: KINGSTON, 02 (JM)
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Security Level: Email

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Consent: eSignature Consent Accepted
Security Level: Email

Name: Michel Gantois
Email: mgantois@jpsco.com
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Location: KINGSTON, 02 (JM)
Date: 16 Nov 2021, 20:25:21, EST
Consent: eSignature Consent Accepted
Security Level: Email

Name: Gina Tomlinson
Email: gitomlinson@jpsco.com
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Location: KINGSTON, 02 (JM)
Date: 25 Nov 2021, 10:47:22, EST
Consent: eSignature Consent Accepted
Security Level: Email



Name: Melanie Gilchrist
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Location: KINGSTON, 02 (JM)
Date: 17 Nov 2021, 11:53:07, EST
Consent: eSignature Consent Accepted
Security Level: Email



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Signed By Michel Gantois	Michel Gantois signed this envelope on 16 Nov 2021, 20:25:21, EST
Invitation Sent	Invitation sent to Charmaine Heslop-Dacosta on 16 Nov 2021, 20:25:22, EST
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Signed By Charmaine Heslop-Dacosta	Charmaine Heslop-Dacosta signed this envelope on 17 Nov 2021, 08:12:29, EST
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Invitation Sent	Invitation sent to Gina Tomlinson on 17 Nov 2021, 20:31:39, EST
Invitation Accepted	Invitation accepted by Gina Tomlinson on 18 Nov 2021, 08:18:21, EST
Signed By Gina Tomlinson	Gina Tomlinson signed this envelope on 25 Nov 2021, 10:47:22, EST
Invitation Sent	Invitation sent to Tania McDonald-Tomlinson on 25 Nov 2021, 10:47:23, EST
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Executed	Document(s) successfully executed on 25 Nov 2021, 10:56:12, EST
Signed Document(s)	Link Emailed to mgantois@jpsco.com
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