

CLAYTON DABNEY FOR KIDS WITH CANCER

WHISTLEBLOWER POLICY

I. General

Clayton Dabney for Kids with Cancer ("Clayton Dabney") requires directors, officers, volunteers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of Clayton Dabney must practice honesty and integrity when fulfilling their responsibilities and in complying with all applicable laws and regulations.

II. Reporting Responsibility

It is the responsibility of all directors, officers, volunteers and employees to report any complaints and concerns regarding violations or suspected violations of accounting, internal controls, auditing, legal and regulatory matters, as well as any of Clayton Dabney's policies in accordance with this Whistle blower Policy. (Herein after, the person making such complaint or report shall be referred to as the "Reporting Individual"). It is strongly recommended that any complaint or report by a Reporting Individual be submitted in writing.

III. No Retaliation

This Whistle blower Policy is intended to encourage and enable employees and others to raise serious concerns within the Clayton Dabney. Clayton Dabney will not discharge, dismiss, demote, suspend, threaten, harass or otherwise take any retaliatory action against any Reporting Individual for reporting in good faith any violation or suspected violation, any complaint or concern regarding any accounting, internal controls, auditing, legal or regulatory matters, or School policies. However, any Reporting Individual involved in any improper conduct may be appropriately disciplined even if they report the improper conduct to Clayton Dabney, although Clayton Dabney may consider this disclosure as a mitigating factor in any disciplinary decision.

Anyone who retaliates against a Reporting Individual who has reported in good faith a violation or suspected violation of any accounting, internal controls, auditing, legal or regulatory matter, or policy, is subject to discipline up to and including termination of employment or dismissal.

IV. Reporting Violations

Clayton Dabney encourages and facilitates an open door policy and suggests that employees share their questions, concerns, suggestions, or complaints with someone who can address them properly. In most cases, the Executive Director is the best individual with whom to address a concern. However, employees who are not comfortable speaking with or are not satisfied with the response received from such person are encouraged to speak with the President of the Board of Directors ("President").

All administrators are required to report violations or suspected violations of Clayton Dabney's policies to the Compliance Officer, who has specific and exclusive responsibility to investigate all reported violations or designate another individual to conduct an investigation. An employee who is not satisfied with the resolution of his / her concern or complaint, or is uncomfortable with following Clayton Dabney's open door policy, should contact the President in accordance with the procedures set forth below.

V. Handling of Reported Violations

A. Complaints or Concerns Regarding Employment Policies

The Board of Directors ("Board") has designated the Executive Director as Clayton Dabney's Compliance Officer. The Compliance Officer, or his /her designee, is responsible for investigating and resolving all reported complaints and allegations concerning violations of Clayton Dabney's employment policies. The Compliance Officer is required to report to the

President, as needed, on compliance activity. The President shall report such matters to the Executive Committee of the Board of Directors.

The Compliance Officer will notify the Reporting Individual and acknowledge receipt of the reported violation or suspected violation of the Clayton Dabney's employment policies within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation. The Compliance Officer, or his or her designee, will respond in writing to the Reporting Individual, advising such individual of the results of the investigation and of any corrective action taken or, if no such action was taken, the reasons why no action was taken. However, if a complaint is submitted anonymously, it will not be possible to acknowledge receipt or advise the Reporting Individual of the outcome of any investigation.

B. Complaints or Concerns Regarding Accounting, Internal Auditing, Legal or Regulatory Matters

The Executive Committee of the Board shall address all reported concerns or complaints regarding accounting, internal controls, auditing, legal or regulatory matters. Complaints or concerns regarding accounting, internal controls, auditing, legal or regulatory matters may be submitted to the Executive Committee in accordance with the procedures set forth below. The Compliance Officer shall immediately notify the President of any such complaint reported to the Compliance Officer.

A Reporting Individual who has any complaint or concern regarding any accounting, internal accounting controls, auditing, legal or regulatory matter relating to Clayton Dabney, should report such complaint or concern directly to the President.

Upon receipt of any such complaint or notice of any such concern, the President will report the matter to and consult with the Executive Committee. Under the oversight of the Executive Committee, the President shall designate an individual to conduct a thorough investigation of the matter, summarize the findings and conclusions in a written report to the

Executive Committee and promptly take, or cause to be taken, any action that may be required to resolve properly the matter which is the basis for the complaint or concern.

Upon completion of the investigation and any necessary corrective action, the President's designee will prepare and submit to the Executive Committee a final report on the matter. The report will describe in reasonable detail the complaint or concern reported, the results of the ensuing investigation, the conclusions reached and any corrective action taken. If no corrective action was taken, the report will include an appropriate explanation to support the decision to take no action. As appropriate, the President or the President's designee will respond in writing to the Reporting Individual, advising such individual of the results of the investigation and of any corrective action taken or, if no such action was taken, the reasons why no action was taken. However, if a complaint is submitted anonymously, it will not be possible to acknowledge receipt or advise the Reporting Individual of the outcome of any investigation.

VI. Acting in Good Faith

Any Reporting Individual filing a complaint concerning a violation or suspected violation of Clayton Dabney's policies, including employment policies, or any complaint or concern regarding any accounting, internal controls, auditing, legal or regulatory matter must be acting in good faith and have reasonable grounds for believing the information provided. Any allegations that are made maliciously or in bad faith or are knowingly false will be viewed as a serious disciplinary offense and could result in termination of an employee or dismissal of a director, officer or volunteer. In addition, the Reporting Individual may be subject to other penalties and liability.

VII. Confidentiality

Any complaint or concern regarding a violation of suspected violation of the's policies, including employment policies, or any complaint or concern regarding

any accounting, internal controls, auditing, legal or regulatory matter may be submitted on a confidential basis or may be submitted anonymously. Reasonable efforts will be made to keep the submission in confidence. Information may be shared with members of the Board of Directors, the Executive Committee, the Executive Director and others within the Clayton Dabney, as necessary, in connection with the investigation, evaluation, or resolution of the complaint or concern. Under certain circumstances, the matter that forms the basis for such complaint or concern may be required to be reported to a governmental or regulatory authority or disclosed to the public. In such cases, the identity of the Reporting Individual will not be disclosed without his or her consent, unless required by law.

VIII. Retention of Complaints and Reports of Resulting Action

The Executive Director will maintain a file of all complaints and concerns reported pursuant to these procedures, tracking their receipt, investigation, evaluation and resolution, and of the related reports issued in connection therewith, which summarize the results of the related investigation and any corrective action taken. Copies of all such materials will be retained in accordance with Clayton Dabney's document retention policy, but in any event, for a period of at least five (5) years from the date on which the related complaint or concern was initially reported.

IX. Legal Counsel and Other Experts

In discharging their responsibilities, the Compliance Officer, President or Executive Committee may retain an independent accountant, outside legal counselor other experts to assist in the investigation of the complaint or reported concern, the evaluation of the matter under investigation or determining and implementing the appropriate remedial or corrective action. The cost of retaining any such professional assistance shall be borne by Clayton Dabney.

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Adopted August 1, 2018



Tony Click
Chairman of the Board