



**KENYA CLIMATE INNOVATION CENTER**

**WHISTLEBLOWING POLICY AND PROCEDURES**

June 2021

### Document History

Date	Purpose	Initiated by	Approved by	Approved on	Amended on	Version
June 2021	First Policy	Risk & Compliance	Board	18 June 2021		1.0

This Whistleblowing Policy and Procedure document was passed and endorsed as fit to run and support the KCIC Group on this 18<sup>th</sup> day of June 2021.

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## 1.0 SCOPE OF THE POLICY

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The purpose of this policy document is to foster an environment and culture of information sharing, positive or negative, without the fear of retaliation.

The policy and procedure manual have been designed to enable stakeholders to whistle-blow based on their experiences, observations and opinions on service delivery, expectations, and challenges among others. It also encourages employees and other relevant stakeholders to report any perceived act of impropriety which should not be based on mere speculation, rumors and gossip but on knowledge of facts.

Reportable misconducts covered under this policy include:

- I. Theft or diversion of funds or other assets (including embezzlement, theft of assets procured with grant funds).
- II. Fraud against KCIC or its grant recipients (bribery, kickbacks, inappropriate gratuities, forged signatures, false travel claims, travel with no legitimate purpose).
- III. Knowingly communicating false information (including false financial or programmatic reporting and other misrepresentation of information) and inappropriate disclosure of information.
- IV. Sexual or physical abuse of any staff, customer, applicant, service provider and other relevant stakeholders.
- V. Unethical conduct (conduct that undermines universal, core ethical values, such as integrity, respect, honesty, responsibility, accountability, and fairness), including issues related to violations of human rights in relation to KCIC programs.
- VI. Actions damaging KCIC reputation, and which may lead to an investigation.
- VII. Abuse of power or authority.
- VIII. Mismanagement and Maladministration (for example, failure to take proper action to rectify reported problems, failure to respond to complaints).
- IX. Inappropriate use of program assets.
- X. Non-compliance with the KCIC Procurement Policies (including irregularities in tender processes).
- XI. Conflict of interest.

In addition, this policy encourages feedback towards improving KCIC procedures in line with market developments, the organizations strategies and business process optimization. As such, the policy encourages stakeholders to speak up on:

- I. Efficiency on service delivery.
- II. Quality of services and their general alignment to the organization's overall objectives.

- III. Proposals on new or underserved market segments.

## 2.0. KCIC BOARD AND MANAGEMENT COMMITMENT TO THE POLICY

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The Board of Directors and Management are committed towards promoting a culture of openness, accountability and Integrity, and will not tolerate any harassment, victimization or discrimination of the 'Whistle-blower' provided such disclosure is made in good faith with reasonable belief that what is being reported is factual.

## 3.0 POLICY STATEMENT

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KCIC is committed to the highest standards of openness, probity, accountability and high ethical behavior by helping to foster and maintain an environment where employees and other stakeholders can act appropriately, without fear of reprisal.

To maintain these standards, KCIC encourages employees and relevant stakeholders who have material concerns about suspected misconduct or any breach or suspected breach of law or regulation that may adversely impact the organization, to come forward and report them through appropriate channels (in certain cases on a confidential basis) without fear of retribution or unfair treatment.

KCIC conducts its business on the principles of fairness, honesty, openness, decency, integrity and respect. It is the intention of this policy to encourage employees and other relevant stakeholders to report and disclose improper or illegal practices or activities.

KCIC is committed to investigate promptly any reported misconduct and to protect those who come forward to report such activities. The company further assures that all reports shall be treated in strict confidence. The company's operating procedures are intended to detect and prevent or deter improper activities.

However, the best systems of controls may not provide absolute safeguards against irregularities. This policy is intended to investigate and take appropriate action against any reported misconduct or concern.

#### 4.0 ROLES & RESPONSIBILITIES

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The following are the roles and responsibilities in the whistleblower process:

	<b>Responsible Officers</b>	<b>Responsibilities</b>
1	The 'Whistle-blower'	The 'Whistleblower' is expected to act in good faith and should not make false accusations when reporting his/her concern(s) and provide further evidence at their disposal to aid investigation of the issues reported.
2	Adversely mentioned person	He/she has a duty to cooperate with investigators.
3	Investigator/Internal Auditor	<p>The Internal Auditor is expected to handle all matters seriously, confidentially and promptly. He/she shall be independent and unbiased in carrying out investigation.</p> <p>He/she has the responsibility of acknowledging all concern(s) reported and reporting on the progress of investigation to the 'Whistleblower'.</p> <p>He/she shall on a quarterly basis provide to the Human Resource, Monitoring and Evaluation, Audit and Risk Board Committee a summary of all cases reported and the result of the investigations.</p> <p>The Internal Auditor shall handle the reporting of investigations that relate to KCIC employees in line with the laid down disciplinary procedure as contained in the HR Policy.</p>
4	The Audit, Monitoring and Evaluation, Risk and Compliance Board Committee.	The Chairperson of Audit, Monitoring and Evaluation, Risk and Compliance Board Committee through the Company Secretary shall make available to the full Board a quarterly report submitted by the Risk Management and Compliant Officer on Whistleblowing.

## 5.0 WHISTLE-BLOWER PROCEDURE

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The whistleblower process involves steps that should be taken by the ‘Whistleblower’ in reporting a reportable misconduct, and steps required for the investigation of the reported misconduct(s). The following procedures shall guide the Whistleblower process:

### 5.1 WHISTLE-BLOWER PROCEDURE

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Whistleblowing involves staff members and non-staff members inclusive of contractors, service providers, company guarantors, clients, consultants, job applicants and the general public raising concern(s) about unethical conduct within the organization. The following procedure shall be adopted for the purpose of whistleblowing.

	<b>Steps</b>	<b>Action</b>
1	<p><b>Step One</b></p> <p>Raising concern(s) by the ‘Whistleblower’: - medium and format.</p>	<p>A ‘whistleblower’ may raise concern(s) through any of the following media (this can be done either by declaration or in confidence/ anonymously:</p> <ul style="list-style-type: none"> <li>i. Formal letter to the CEO, Director of Corporate Services, the HR Manager, or departmental head.</li> <li>ii. Dedicated phone number and extension. The phone number will be clearly displayed for both internal and external ‘Whistleblowers’ to access.</li> <li>iii. Dedicated email address (<a href="mailto:kcic.transparency@kenyacic.org">kcic.transparency@kenyacic.org</a>) and whistleblower link on the KCIC website link (<a href="https://www.kenyacic.org/whistle-blow/">https://www.kenyacic.org/whistle-blow/</a>).</li> <li>iv. If the concerns affect the Senior Management Team, the CEO will be notified.</li> </ul> <p>The concern(s) shall be presented in the following format.</p> <p>Background of the concerns</p> <p>Reason(s) why the ‘Whistleblower’ is particularly concerned about the situation.</p>

2	<p><b>Step Two</b></p> <p>Investigation of concerns and update on progress of investigation.</p>	<p>The receiving authority shall on receipt of the concern(s) acknowledge receipt of the concern from the 'Whistleblower' within 5 working days, and immediately commence investigation. The purposes of investigation are to:</p> <ul style="list-style-type: none"> <li>i. Establish if a wrongdoing has occurred based on the concern(s) raised, and if so to what extent; and</li> <li>ii. To minimize the risk of further wrongdoing, prevent any further loss of assets, damage to the organization's reputation and if possible, protect all sources of evidence.</li> <li>iii. If preliminary investigation shows that the concerns are valid, then further investigation shall be carried out. If otherwise or the concerns are outside the reportable misconduct, then the Internal Auditor shall refer the matter to appropriate quarter for further action. Where necessary, the Internal Auditor shall give update of the progress of investigation to the 'Whistleblower' if the concerns fall within the reportable concerns. Finally, if the concern raised by the 'Whistleblower' is frivolous or unwarranted, the Internal Auditor shall ignore such a concern, if necessary disciplinary measures in line with Human Resources policy shall apply to staff that raise concerns out of malice.</li> </ul>
3	<p><b>Step Three</b></p> <p>Where a Valid Concern is Established</p>	<p>Upon conclusion of investigations, the investigator shall submit his/her report to the CEO or the appropriate authority for further action(s).</p> <p>Where necessary the Internal Auditor shall escalate to the Chairperson of Audit, Monitoring and Evaluation, Risk and Compliance Board Committee.</p> <p>All disciplinary actions relating to the report shall follow the Company's disciplinary procedure as contained in the HR Policy.</p>

4	<p><b>Step Four</b></p> <p>Non-Satisfaction with result of investigation/action.</p>	<p>In the event that the ‘Whistleblower’ is not satisfied with the extent of investigations and/or the action taken based on the outcome of the investigations, the ‘Whistleblower’ is at liberty to report to the Chairperson of Audit, Monitoring and Evaluation, Risk and Compliance Board Committee through a letter or a designated email address.</p>
<p>Any ‘Whistleblower’ who feels victimized can report his/her grievance(s) to the Chairperson of Audit, Monitoring and Evaluation, Risk and Compliance Board Committee.</p> <p>This is without prejudice to the fundamental rights of the ‘Whistleblower’ to seek redress in the court of law. The ‘Whistleblower’ is prohibited from extending this communication to external parties.</p> <p>Use of social media to share such information is also prohibited.</p>		

## 5.2 PROCESS OF RAISING CONCERNS/RECOMMENDATIONS

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For concerns raised in writing, the envelope may be marked ‘personal, private and confidential’ or may be hand delivered to the addressee. If a ‘Whistleblower’ wishes to discuss the matter orally, he or she should indicate this in the submission and include a telephone number at which he/she might be contacted.

Whichever mode of communication used; the ‘Whistleblower’ is encouraged to give as much information as possible. The ‘Whistleblower’ should identify or provide evidence on the following to the extent that these details are known to him or her:

- i. Why he/she is concerned and the background information
- ii. Any other procedures which he/she has already used and what happened.
- iii. The section or location of the alleged behavior. iv. Key personnel involved in the alleged behavior.
- iv. The nature of the alleged incident.
- v. The time period over which the alleged incident has occurred.

- vi. An estimate of the monetary value, if appropriate, associated with the alleged incident.
- vii. Documentary evidence in support of the alleged incident.
- viii. Names and jobs of other employees or other witnesses who may support the concern.

**Note**

- i. The company will take steps to minimize any difficulties the ‘Whistleblower’ may experience as a result of raising a concern. For example, if required to give evidence in a criminal or disciplinary proceeding, the company will arrange for him/her to receive advice about the procedure.
- ii. The earlier information sharing is done, the easier it will be to take action.
- iii. Where concerns/recommendations are shared among parties, joint information sharing is encouraged where feasible.

## 6.0 TIME LIMIT FOR INVESTIGATION

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It shall be the policy of the company to handle investigations promptly and fairly as possible. While it might not be possible to set a specified time frame for the conclusion of investigation since the diverse nature of potential concerns might make this impracticable. The Internal Auditor with assistance from the Risk Management and Compliance Officer and relevant departments shall endeavor to resolve all concerns within four weeks. In the event that this timeline shall not be achieved, a status update shall be provided at the end of the four weeks and similarly thereafter up to the conclusion of the investigation. Where for any reason, proper resolution cannot be achieved within this time frame; the Investigator shall advise the CEO or other appropriate authority.

## 7.0 NON-RETALIATION

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This refers to adverse action against the 'Whistleblower' or any other party supporting the 'Whistleblower's' claim. It shall be the policy of the company to have zero tolerance for retaliation.

Retaliation will include:

- i. Being subjected to any disciplinary action
- ii. Being dismissed, suspended, demoted, harassed or intimidated
- iii. Being transferred against one's will
- iv. Being denied a transfer or promotion
- v. A unilateral altering of a term or conditions of employment or retirement to the employee's disadvantage
- vi. Being refused a reference or provided with an adverse reference by the employer
- vii. Being denied appointment
- viii. Harassment, stigmatization and threats of any form

The company will conduct regular training to all employees with additional emphasis on managers and supervisors to address their unique roles in evaluating the company's process to monitor retaliation.

Clear indication that, upon prima facie showing of the 'whistleblower's' retaliation, the responsible management will have the burden of proving that measures taken to the detriment of the 'whistleblower' were motivated by reasons other than the disclosure.

## 7.1 ANONYMOUS INFORMATION SHARING

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This policy encourages 'whistleblowers' to put their names to their allegations whenever possible. To the extent possible, any complaint should be factual rather than speculative or conclusory and should contain as much information as possible to allow for proper assessment.

Concerns expressed anonymously are much less powerful but will be considered at the discretion of the management. In exercising this discretion, the factors to be taken into account would include:

- i. The seriousness of the issues raised
- ii. The credibility of the concern and
- iii. The likelihood of confirming the allegation from attributable source.

## 8.0 PROTECTION FOR THE 'WHISTLEBLOWER'

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It shall be the policy of the company to protect 'whistleblowers' who disclose concerns, provided the disclosure is made:

- i. In the reasonable belief that it is intended to show malpractice or impropriety
- ii. To an appropriate person or authority, and
- iii. In good faith without malice or mischief

While all disclosures shall be treated with high level of confidentiality, staff and other relevant stakeholders are encouraged to disclose their name to make the report more credible. The company shall take the following into consideration in considering anonymous disclosures:

- i. Seriousness of the issues being reported
- ii. The significance and credibility of the concern; and
- iii. The possibility of confirming the allegation

The company shall not subject a 'whistleblower' to any detriment. Where a 'whistleblower' feels unfairly treated owing to his/her actions, he/she shall be at liberty to report to the Audit, Monitoring and Evaluation, Risk and Compliance Board Committee.

This is without prejudice to the right to take appropriate legal action.

## 9.0 EMBEDDING A STRONG WHISTLEBLOWER REGIME

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While best practice in corporate governance requires entities irrespective of their size and location to have a Whistleblower policy, KCIC believes that simply having a Whistleblower

policy is not enough to create a culture in which employees are genuinely encouraged to disclose unethical behaviors.

In ensuring an enabling environment which ensures that a ‘Whistleblower’ regime is effective across the organization, all stakeholders are required to adopt the following measures:

	<b>Measures</b>	<b>Remark</b>
1	Board and Management commitment	The Board and Management of KCIC is expected to clearly support, and sponsor Whistleblowing in the company. This will include respecting the policy and dedicating the Director of Corporate Services as the advocate for Whistleblowing, who shall be authorized to implement and undertake investigation.
2	Communication and Training	All employees in the company should be aware of the existence of a Whistleblower Policy. This can be achieved through regular compulsory training by Risk and Compliance Department, newsletters, emails and presentations. The Whistleblower policy will also be displayed in the intranet for all staff to access. Annual declaration by all staff of having read and understood the policy shall also be encouraged.
3	Proper Investigation and Action	All whistleblower feedback must be looked into promptly and properly, and appropriate action taken upon conclusion of investigation. Furthermore, all Whistleblower investigations shall be kept confidential.

4	Feedback on effectiveness of the policy	<p>A survey on the effectiveness of the policy should be conducted at regular intervals preferably by the Risk and Compliance Department. Such questions to gauge employee satisfaction shall include:</p> <ul style="list-style-type: none"> <li>• Have you read the Whistleblower policy?</li> <li>• If yes, when last did you read the policy?</li> <li>• Do you know who to contact if you want to make disclosure?</li> <li>• Do you feel you work in an open environment in which you are encouraged to whistle blow and you can safely voice any concerns without fear of reprisal?</li> <li>• What would you change about how the policy operates?</li> <li>• Are you comfortable with the name (“Whistleblower”) of the policy?</li> <li>• If no, what other name would you suggest?</li> </ul>
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## 10.0 OWNERSHIP AND FREQUENCY OF REVIEW

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This policy document remains the property of KCIC. However, its custody and management towards ensuring that it remains a living document rests with the CEO, Director of Corporate Services, Internal Auditor and Risk Manager.

This policy document and procedure manual shall be subject to review every year or as may be deemed necessary. All suggestions for review and or amendments shall be forwarded to the CEO, Director Corporate Services, Internal Auditor and Risk Manager for necessary action. This policy document shall be hosted in the shared drive and all levels of management shall ensure strict compliance.

## 11.0 STAFF DECLARATION

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I have received KCIC Whistleblower Policy, which I have read and understood.

**NAME:** ..... **STAFF NO:** .....

**LOCATION:** ..... **SIGNATURE:** ..... **DATE**.....

Please return this page to Human Resources Department.