NMDP WHISTLEBLOWER POLICY

Introduction

The National Marrow Donor Program and its Subsidiaries (the “NMDP”) is committed to operating in compliance with all applicable rules and regulations. The NMDP requires all directors, officers, volunteers, contingent workers, and employees (referred to as the “NMDP Team”) to follow all rules and regulations and observe high standards of business and personal ethics in the conduct of their duties and responsibilities. While the NMDP has significant internal controls and procedures to prevent and detect any improper activities, no system of controls is perfect. This policy has been implemented to provide one more method of appropriate internal communication.

The policy sets forth procedures for any member of the NMDP Team to report any complaints or concerns relating to financial statement disclosures, accounting or auditing matters or other legal violations or breaches of confidentiality. A person expressing such a complaint or concern is often referred to as a “whistleblower.” This policy also provides that the NMDP strictly prohibits, and will not tolerate, any form of retaliation against a whistleblower as described in this policy.

Where to Report

Any member of the NMDP Team who has good faith questions regarding the legality or propriety of any action taken or to be taken by the NMDP, and/or a good faith belief that some action needs to be taken for the NMDP to be in compliance with laws or regulations (a “Concern” or the “Concerns”), may report such Concerns to his or her supervisor or according to this policy.

To report a Concern, a member of the NMDP Team may:

1. Speak or send a correspondence to a supervisor, the Internal Audit Manager (referred to as the IA Manager), any member of the Executive Team (Officers and Senior Vice Presidents), or the Chair and/or Vice Chair of the Audit & Finance Committee.

2. Call the NMDP In Touch Hotline at 1-855-300-NMDP (1-855-300-6637). Calls made to the NMDP In Touch Hotline will be answered by trained staff at an independent company called In Touch.

3. Send an e-mail message to the NMDP In Touch Hotline e-mail mailbox nmqp@getintouch.com. Emails sent to the In Touch Hotline email mailbox are de-identified before being passed along to NMDP. Responses are returned by In Touch, not NMDP directly.
Confidentiality

Any NMDP Team member may choose to report a Concern anonymously. All reports of Concerns are anonymous unless the reporting member chooses to provide any personal information. Any investigations shall be kept confidential to the extent possible and consistent with the need to conduct an adequate investigation. Thus, it is possible that a whistleblower’s identity may become known. All whistleblowers are protected by federal and state regulations and any retaliation is strictly prohibited. These laws are supported and enforced by the organization.

Information in a Report

When reporting a Concern, the person reporting should provide as much factual information regarding the event, action, or failure to act as the person reporting is able to recall.

Handling Reported Concerns

Incoming calls to the NMDP In Touch Hotline will be answered by a trained specialist at In Touch, who will guide the NMDP Team member through an interview designed to detail, as best as possible, the Concern. The NMDP Team member will be asked if he/she wants to identify him/herself, but there is no requirement that the NMDP Team member do so. The NMDP Team member will be provided with a case number. In Touch will de-identify the message to the extent practicable and pass along the Concern to the IA Manager and the Chair and/or Vice Chair of the NMDP Audit & Finance Committee. To receive a response from NMDP’s management, the NMDP Team member should call the NMDP In Touch Helpline back after five (5) business days and provide the person answering the call with the case number provided. At that time, the NMDP Team member will be read a message from NMDP’s management that will contain an update and possibly a request for additional information. The NMDP Team member might also be asked to check back again one or more times. Any supervisor, to whom a Concern is reported, shall submit the Concern to the IA Manager.

The IA Manager shall discuss all reported Concerns with the Chair and/or Vice Chair of the Audit & Finance Committee and shall create a log of the reported Concerns. The IA Manager together with the Chair and/or Vice Chair of the Audit & Finance Committee will then determine whether further investigation is necessary. If the IA Manager and the Audit & Finance Committee Chair and/or Vice Chair determine that no further investigation relating to the Concern is necessary, they shall document the reasons for their decision and retain such information according to the Record Retention section of this policy.

If the IA Manager and the Chair and/or Vice Chair of the Audit & Finance Committee determine that the Concern will be investigated further, the investigation will begin within 30 days from the receipt of the case from In Touch. The IA Manager will keep the members of the Audit & Finance Committee informed of any findings and progress throughout any investigation processes. Upon completion of any action, the IA Manager will prepare a final report on the matter and submit it to the Audit & Finance Committee. The report will describe the Concern, the results of the investigation, the conclusions reached with appropriate explanation, and any recommended action.
Recommendations may include the need for further investigation and the need for retaining outside legal counsel, accountants, private investigators, or any other resource deemed necessary. The Audit & Finance Committee will review the report and shall submit it or a revised report to NMDP management and to the Board of Directors. In addition, the Audit & Finance Committee shall annually submit a summary of all Concerns to NMDP management and the Board of Directors.

Notice that the Concerns have been addressed shall be provided to the person inquiring about a specific Concern (if ascertainable). Specific information will not be provided.

**Record Retention**

A file will be maintained of all Concerns reported according to these procedures, including those Concerns where no further investigation was conducted. Such file shall contain investigation documents and shall be maintained for a period of at least seven (7) years from the date on which the Concern was initially reported.

**No Retaliation**

This policy is intended to enable members of the NMDP Team to act in accordance with NMDP policy and to raise Concerns within the NMDP for investigation and appropriate action without fear of retaliation. Accordingly, no retaliation of any kind will be taken against an NMDP Team member who, in good faith,

1. Reports a Concern;
2. Is requested by a public body to participate in any investigation, hearing, or inquiry related to NMDP activities;
3. Refuses to perform an action that the NMDP Team member objectively believes violates any state or federal law, rule, or regulation;
4. Reports in good faith to a government or law enforcement agency a suspected violation of the law, or
5. Institutes, or causes to be instituted, a legal proceeding related to the Concern.

If the NMDP Team member believes that he or she has been retaliated against in any manner for acting pursuant to this policy, such person may file a written complaint of retaliation with the IA Manager, or the Chair and/or Vice Chair of the Audit & Finance Committee. If the NMDP Team member believes the IA Manager, the Chair and/or Vice Chair of the Audit & Finance Committee, or any member of the Executive Team is the individual responsible for the retaliation, the NMDP Team member may file the complaint with the Chair of the Board of Directors.

Any complaint of retaliation should include the following:

1. Name and address of the NMDP Team member filing the complaint;
2. The name and title of each NMDP Team member against whom the complaint is made;
3. The date and type of retaliation taken against the NMDP Team member; and
4. A statement explaining how any action taken pursuant to this policy related to the retaliation taken against the NMDP Team member.

The NMDP shall cause the complaint of retaliation to be investigated and appropriate actions taken.

Clerical Amendment by Internal Audit – February 2017
Amended and Approved by NMDP Audit Committee – June 2012
Amended and Approved by BOD – September 2010
Amended and Approved by NMDP Audit Committee – September 2009
Implemented by Internal Audit – November 2006
Developed and Approved by BOD – July 2006