

Whistle-blower Protection Policy

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Responsible official:	Descartes de Souza Teixeira	Effective date	11/02/2020

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1. PURPOSE

This Policy describes the Institute's approach to whistle-blowing.

2. APPLICABILITY

This Policy is applicable globally to all Institute operations, and all Representatives of the Institute. It applies to any project where the Institute has responsibility for the functions of the Responsible Official. Any deviation from this Policy requires the approval of the Responsible Official.

The Institute has in place Tools to support implementation of this Policy.

3. DEFINITIONS

“Business Partner” means any contractor, subcontractor, grantee, sub-grantee, awardee, sub-awardee, law firm, vendor, supplier, landlord, or other individual or organisation providing goods or services to the Institute.

“Code of Conduct” outlines the minimum standards of conduct required by the Institute. The Code of Conduct provides Employees and Representatives with a set of guiding ethical principles, associated obligations, and standards of conduct.

“Employee” means any person who has a part-time, full-time, intermittent, continuous, or fixed-term employment relationship with the Institute.

“Good Faith” occurs when one makes a prudent effort to understand the facts without attempting to violate the confidentiality of others, considers the implication of those facts and any assumptions or opinions which one believes are reasonable or probable, and acts openly without an ulterior motive to see that the matter is appropriately disclosed and resolved.



“Institute” refers to INSTITUTO DE TECNOLOGIA DE SOFTWARE E SERVIÇOS ITS and all of its subsidiaries.

“Misconduct” means any behaviour or conduct (or attempt at such behaviour or conduct) that is prohibited by federal, state or local law, rule or regulation or the Institute Code of Conduct, including; bribery, sexual misconduct, human trafficking or forced labour, fraudulent billing or financial reporting, scientific misconduct, harassment, assault, and theft.

“Representative” means an Employee or any person who has an independent individual contractual relationship with the Institute, whether as a contractor, consultant, or agent of the Institute. This includes non-executive directors of the board.

“Tool” means templates, forms, charts, informational and any other material prescribed for use in conjunction with an element of a Policy.

“Whistle-blower” means a Representative or other individual associated with the Institute who in Good Faith reports what they believe to be Misconduct by the Institute or any individual or entity with which the Institute has a business relationship.

4. POLICY

The Institute conducts its work with integrity, subject to healthy accountability. The Institute requires that Representatives and other individual associated with the Institute who have reasonable grounds to suspect, or have actual knowledge of, Misconduct report such information to their line manager, another member of management, the compliance telephone hotline, or the compliance email hotline.

4.1. Reporting of Misconduct

Whistle-blowers may report allegations of Misconduct using the compliance telephone hotline +55 11 93226-1876 or the compliance email hotline at boaspraticas@itsbr.org.

4.2. Whistle-blower protection

The Institute is committed to ethical behaviour and will not tolerate retaliation against a Whistle-blower.

Any attempt to deter a Whistle-blower from reporting Misconduct is a serious offence and may be subject to disciplinary action including termination of any contractual relationship with the Institute.

4.3. Disciplinary action distinguished

The right of a Whistle-blower to protection against retaliation does not include: immunity from investigations of personal wrongdoing; disciplinary action for making a knowingly false, reckless, or otherwise bad faith allegation and legitimate measures taken to address any unrelated performance issues.

4.4. Good faith allegation

While actual knowledge or proof of Misconduct is not required by this Policy, Whistle-blower's allegations of Misconduct must be made in Good Faith and have articulable grounds.

A Whistle-blower is required to provide a full statement of the facts of which s/he is aware and of any assumptions or circumstances s/he believes are relevant to the allegation.

Once a Whistle-blower has made an allegation, the Whistle-blower is required to inform the Institute of any relevant developments or changes in circumstance.

A Whistle-blower who makes a knowingly false, reckless or otherwise bad faith allegation of Misconduct may be subject to discipline, including the termination of any contractual relationship with the Institute.

4.5. Anonymous allegations and confidentiality

Since appropriate follow-up questions and investigation may not be possible unless the source of the information is identified to Institute management, Whistle-blowers are strongly encouraged to make their report with attribution (non-anonymously).

Allegations made anonymously may not be considered in the same manner or with the same gravity as those made with attribution due to the inherent difficulty of substantiating facts where anonymous sources are concerned and the potential for abuse.

All Whistle-blower allegations of Misconduct are treated as confidential to the maximum extent consistent with thorough investigation and permitted by applicable law. Every effort is made to protect the Whistle-blower's identity. Disciplinary action may be taken against someone who fails to take reasonable steps or reasonable care to protect the identity of the Whistle-blower.

5. DUTY TO COMPLY

It is the responsibility of each Representative of the Institute to fully comply with this Policy. Failure to comply may be subject to disciplinary action including contract termination, contract non-renewal or other appropriate action.

6. REPORTING

Representatives are required to report violations of this Policy to their manager or through the Institute's Whistle-blower mechanism.