



## POLICY ON REPORTING AND INVESTIGATING ALLEGATIONS OF SUSPECTED IMPROPER CONDUCT AND ACTIVITIES

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### Introduction

U.S. Ski & Snowboard has the responsibility for stewardship of U.S. Ski & Snowboard resources and the private support that enables it to pursue its mission. U.S. Ski & Snowboard is committed to compliance with the laws and regulations to which it is subject and to promulgating policies and procedures to interpret and apply these laws and regulations. Laws, regulations, policies and procedures strengthen and promote ethical practices and ethical treatment of the members of the U.S. Ski & Snowboard community and those who conduct business with U.S. Ski & Snowboard.

U.S. Ski & Snowboard's internal controls and operating procedures are intended to detect and to prevent or deter improper activities. However, even the best systems of control cannot provide absolute safeguards against irregularities. Intentional and unintentional violations of laws, regulations, policies and procedures may occur and may constitute improper activities. U.S. Ski & Snowboard has a responsibility to investigate and report to appropriate parties allegations of suspected improper conduct and activities, including actions taken by U.S. Ski & Snowboard itself.

This policy governs reporting and investigation of suspected improper conduct and activities.

Employees and others are encouraged to use guidance provided by this policy together with the *POLICY GOVERNING CONFLICT OF INTEREST AND ETHICAL PRACTICES* for reporting all allegations of suspected improper conduct and activities. This policy does not fundamentally change the responsibility for conducting investigations in matters such as terms and conditions of employment, which shall continue to be governed by personnel policies. Any allegations of improper conduct that may result in disciplinary action shall be conducted in accordance with the requirements of the U.S. Ski & Snowboard Bylaws and other U.S. Ski & Snowboard policies. In all instances, U.S. Ski & Snowboard retains the prerogative to determine when circumstances warrant an investigation, and in conformity with the relevant policies, the appropriate process to be employed.

### Definitions

U.S. Ski & Snowboard Resources: For purposes of this policy, the term U.S. Ski & Snowboard Resources is defined to include, but not be limited to the following, whether owned by, or under the management of U.S. Ski & Snowboard:

- Cash and other assets, whether tangible or intangible, real or personal property;
- Receivables and other rights or claims against third parties;
- Intellectual property rights;

- Facilities and the rights to the use of U.S. Ski & Snowboard facilities;
- U.S. Ski & Snowboard's name; and
- U.S. Ski & Snowboard records, including employee and athlete records.

Improper Conduct and Activities: For purposes of this policy, Improper Conduct and Activities is defined as:

Any activity by an employee, key volunteer, director or trustee that is undertaken in the performance of this person's official duties and that (1) is a violation of any state or federal law or regulation including but not limited to corruption, malfeasance, bribery, theft or misuse of U.S. Ski & Snowboard property, fraud, coercion, conversion, or willful omission to perform a duty, or (2) is economically wasteful, or involves gross misconduct, incompetence, or inefficiency, and (3) is a violation of U.S. Ski & Snowboard's *POLICY GOVERNING Conflict of Interest and Ethical Practices*.

Protected Disclosure: A Protected Disclosure is:

Any good faith communication that discloses or demonstrates an intention to disclose information that may evidence Improper Conduct and Activities.

Whistleblower: A person or entity making a protected disclosure is commonly referred to as a whistleblower. The whistleblower's role is as a reporting party. They are not investigators or finders of fact, nor do they determine the appropriate corrective or remedial action that may be warranted.

### **Reporting Allegations of Suspected Improper Conduct or Activities**

Any person believing in good faith that any individual while undertaking his/her official U.S. Ski & Snowboard duties has engaged in Improper Conduct and Activities shall file a report with U.S. Ski & Snowboard's Legal Counsel. The complaint shall be in writing by the individual making the complaint but may, at the discretion of the complaining party, be made anonymously. The complaint may be submitted on U.S. Ski & Snowboard's website (File a Report – Other Misconduct). The complaint shall set forth the factual allegation, and shall contain, at a minimum, the following:

- (1) Names and contact information of the parties against whom Improper Conduct is alleged;
- (2) Conduct which is suspected to constitute Improper Conduct and Activities;
- (3) Identification of supporting evidence or documentation forming the basis of the complaint;
  - A. When a person reports an allegation of suspected Improper Conduct and Activities in good faith to U.S. Ski & Snowboard's Legal Counsel, the report is known as a protected disclosure.
  - B. It shall be the responsibility of U.S. Ski & Snowboard's Legal Counsel to transmit the report to the U.S. Ski & Snowboard Ethics Committee, the U.S. Ski & Snowboard Chair, and to the CEO. The Ethics Committee, in consultation with Legal Counsel, shall determine whether the conduct complained of rises to the level of Improper Conduct and Activities.

- C. In the Event that the Ethics Committee determines that the conduct complained of on its face rises to the level of Improper Conduct and Activities, it shall notify the Chair and CEO of the necessity to undertake an investigation. If the Chair or CEO is the subject of the complaint of Improper Conduct and Activities respectively, he or she shall not be notified until such time as the investigation warrants. The Ethics Committee shall, in consultation with Legal Counsel determine whether to retain an independent expert to conduct the investigation. Expenses associated with the investigation shall be the responsibility of U.S. Ski & Snowboard.
- D. If the person against whom a complaint of Improper Conduct and Activities is filed is an employee of U.S. Ski & Snowboard, that employee's relationship with U.S. Ski & Snowboard shall be governed by the at-will nature of that employee's employment with U.S. Ski & Snowboard or by any written employment contract. This policy is not intended to modify the nature of that person's employment nor give any additional rights to that person. In the case of employees, U.S. Ski & Snowboard reserves the right, notwithstanding what is contained within this policy, to avoid undertaking any investigation and instead to dismiss at-will employees at any time and for any or no reason.
- E. To the extent possible within the limitations of law and policy and the need to conduct a competent investigation, confidentiality of whistleblowers will be maintained. Whistleblowers should be cautioned that their identity may become known for reasons outside the control of U.S. Ski & Snowboard. Similarly, the identity of the subject(s) of the investigation will be maintained in confidence subject to the same limitations.
- F. U.S. Ski & Snowboard is committed to protecting employees and others from interference with making a protected disclosure or retaliation for having made a protected disclosure as defined in this policy. Pursuant to this policy, a U.S. Ski & Snowboard employee, director, trustee, or key volunteer may not: (1) retaliate against an employee or other person who has made a protected disclosure, nor (2) directly or indirectly use or attempt to use the official authority or influence of his or her position or office for the purpose of interfering with the right of an applicant or an employee to make a protected disclosure about matters within the scope of this policy. It is the intention of U.S. Ski & Snowboard to take whatever action may be needed to prevent and correct activities that violate this policy.
- G. The Ethics Committee may open an investigation into the person making the complaint, if known, and the motivation of the complaint if the complaint is found by the Committee to be motivated by bad faith.
- H. A person who is the focus of any investigative fact finding by the Ethics Committee either by virtue of an allegation made or evidence gathered during an investigation is not consider accused but should normally be informed of the allegations at the outset of a formal investigation unless there are concerns that notice to the subject will result in destruction by that person of evidence necessary to determine the validity of the complaint.
- I. Once placed on notice, subjects have the right to request information from U.S. Ski & Snowboard's Legal Counsel regarding the investigative process. Legal Counsel

will respond to inquiries by the subject unless a divergence of interests requires that Legal Counsel represent the interests of U.S. Ski & Snowboard. In that case, Legal Counsel will direct the subject to competent counsel who may be retained at the sole discretion and cost of the subject.

- J. Subjects should cooperate with the investigation to the extent that their cooperation will not compromise self-incrimination protections. Notwithstanding the foregoing, subjects have an affirmative duty not to interfere with the investigation. Evidence shall not be withheld, destroyed, or tampered with and witnesses known to the subject shall not be influenced, coached, or intimidated.
- K. No allegation of wrongdoing against a subject shall be considered sustained unless at a minimum, a preponderance of evidence supports the allegation.
- L. Subjects shall be informed of the results of any investigation. If allegations are not sustained, the subject will be consulted as to whether the results of the investigation shall be made public.
- M. Any disciplinary action initiated against the subject as a result of an investigation herein shall adhere to the applicable provisions of the U.S. Ski & Snowboard Bylaws or U.S. Ski & Snowboard Employee Handbook.

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