

Title: WHISTLEBLOWER (EMPLOYEE) PROTECTION POLICY	Policy #: 1.5
Category: Administrative & Operations	Version #: 1 Effective Date: May 9, 2007 Last Reviewed Date: November 4, 2009 Revised Appendix A: July 6, 2011, Feb. 13, 2013, January 8, 2014

Purpose: To design and establish controls and other procedures to help ensure that directors, officers and employees who become aware of information that might relate to the commission or possible commission of any federal offense report that information to the appropriate persons within the Foundation as required by the Sarbanes-Oxley Act and this Policy and to help ensure that retaliation does not occur for reports based on a reasonable belief or suspicion regarding the commission or possible commission of any federal offense.

Scope: This policy applies to all directors, officers and employees of the Foundation.

Policy: It is the Foundation’s policy to help ensure compliance with Section 1107 of the Sarbanes-Oxley Act of 2002 (the “Act”), which makes it illegal for any person or entity to punish in any way anyone who reports “truthful information” as set forth in the Act.

- Procedure:**
- Reporting. A director, officer or employee should report concerns to the President/CEO, Chair of the Board of Directors, Chair of the Audit & Compliance Committee of the Board of Directors or the Foundation’s auditors. Concerns that should be reported consist of (i) those good faith questions regarding the legality or propriety of any action taken or to be taken by the Foundation, or on its behalf by one of its directors, officers, employees or agents or (ii) a good faith belief that some action needs to be taken for the Foundation to be in compliance with laws, policies and ethical standards.
 - Form of Report. The report may be made either in person, by telephone, by e-mail, by facsimile or in writing. The report may be made anonymously.
 - Examples of Reportable Incidents. Examples of reportable incidents include, but are not limited to, (i) supplying false or misleading information in the Foundation’s financial or other public documents, including the Foundation’s annual information return or (ii) providing false information to, or withholding material information from, the Foundation’s

auditors.

- Investigation and Evaluation of Report. The person to whom the report was made will inquire expeditiously into the evidence of the incident as reasonably appropriate to determine whether the incident described in the report has occurred, is ongoing, or is about to occur. If the person to whom the report was made determines that the incident has occurred, is ongoing, or is about to occur, then the person to whom the report was made will notify the person who made the report and inform that person of the basis for such determination.
- Response. Unless the person to whom the report was made reasonably believes that no incident has occurred, is ongoing, or is about to occur, the person to whom the report was made will take all reasonable steps to cause the Foundation to adopt an appropriate response, which may include, but not be limited to, adoption of remedial measures such as taking appropriate steps or implementing sanctions to stop any ongoing incidents or to prevent any incident that has yet to occur. The person to whom the report was made will inform the person who made the report of the response (unless the report was made anonymously.)
- Confidentiality. Any reports made and information submitted in accordance with this Policy, including the identity of the person providing the information, will only be revealed (i) to those of the Foundation's personnel (including outside counsel) with a legitimate need to know such information in order to carry out an investigation or appropriate disciplinary actions, including, but not limited to, prosecution under civil law or cooperation with appropriate parties involved in a criminal prosecution or (ii) as required pursuant to a subpoena or in other circumstances where the Foundation is required by law to release such information.
- Retaliation Prohibited. Pursuant to the Act, it is the Foundation's policy not to take retaliatory action against any person who reports information in accordance with this Policy and the Act. No report made in good faith will result in any adverse employment or any other action against the person making the report. Any person who reasonably believes that he or she has been discharged for making a report pursuant to this Policy and the Act may notify the Foundation's Board of Directors or any committee thereof that he or she believes that he or she has been discharged for making a report pursuant to this Policy and the Act.
- Disciplinary Measures. The Foundation will impose disciplinary measure against anyone who threatens or retaliates against a person who makes a report in good faith in

accordance with this Policy and the Act. These disciplinary measures may include issuance of a letter of reprimand, demotion, suspension without pay or termination of employment.

- Interpretation and Amendment of Policy. The Foundation reserves the right, in its discretion, to interpret and amend this Policy.

No Contract of Employment. This Policy does not create, and should not be interpreted as creating, a contract of employment.

References: N/A

APPENDIX A

Contacts:

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APPENDIX B

Acknowledgment Statement

I hereby acknowledge that I have received and reviewed the Foundation's Whistleblower Policy. I understand the terms of the Whistleblower Policy and I agree to comply with its terms at all times.

Signature

Date

Printed Name