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| Code of Conduct & Whistleblowing Policy |
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| **Policy Title** | |
| **Code of Conduct & Whistleblowing Policy** | |
| Version Number | 1.2 |
| Policy Implementation Date | 01 APR 2021 |
| Peregrinate Policy Manager | Angela Mollan, Chris Mollan |
| Approved by Senior Management | 01 APR 2021 |
| Approving Signature | Angela Mollan |
| Policy Review Date | 01 MAR 2024 |

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| Angela Mollan  4/1/2016 |

1. **Details of Parties**

This agreement is made on …(insert date)…. and shall continue for a period of 3 years renewable thereafter or terminated in accordance with Section 3 below.

Between

Peregrinate Ltd, 14 Swinderby Drive, Melling, Liverpool, L31 1JW

(Hereinafter referred to as “the company”)

And

Associate Name:

Associate Address:

(Hereinafter referred to as “the associate”)

This is not a contract of employment. Associates are engaged to provide services and are responsible for the payment of Income Tax, NI Contributions and all other taxes.

1. **Termination**

The contract for Associates can be terminated by providing four weeks prior written notice by either party.

1. **Fees**

The company will pay the agreed day rate or hourly rate, as applicable for all UK based assignments. Any special projects (e.g. International), will be allocated and remuneration discussed and agreed with the associates outside of this fee structure, and a one off contract to cover the assignment will be signed by both parties.

These fees are exclusive of VAT, national insurance, income tax, professional indemnity and public liability insurance.

1. **Expenses**

The company will pay reasonable properly recorded expenses accrued in the course of carrying out work at cost within the contract; provided these are agreed in advance and appropriate receipts are provided.

1. **Absence**

In the event of illness, if you are unable to fulfil your duties, it is your responsibility to contact the company prior to the start time of the shift. The company will endeavour to arrange another associate to deliver the service or postpone the service to be delivered at a mutually acceptable date. Associates will not be paid for any duties not performed in the event of illness.

1. **Training and Self Development**

It is a requirement that all associates undertake a company induction prior to completing any duties on behalf of the company.

Associates will further be expected to complete an annual appraisal as part of the ongoing Quality Management System and external awarding body requirements. All associates are expected to maintain their qualifications in line with the requirements of the standards(s) being delivered and costs associated with maintaining associate qualifications and further self-development are considered within associate fees.

1. **Invoicing Arrangements / Payment Terms**

Payments will be made in arrears within 30 days of receipt of a Peregrinate Ltd Staff Pay Claim. Pay claims will not be paid until all training documentation is returned to the company (ref clause 9). Nothing in this clause shall affect the company’s right to contest liability to make payment in part or full.

1. **Intellectual Property Rights**

The company will take ownership for any material which is made, developed, discovered, created or generated by the associate, unless a specific prior disposition is made, in writing and agreed by both parties.

Intellectual property includes:

* Concept, design, process, procedure, development or improvement in process or procedure
* Documentation, computer programme, ideas, methods, information or know how

1. **Data Protection**

Associates must at all times act in accordance with any policy or instruction introduced by the company to ensure compliance with the Data Protection Act 1998 or any other applicable data protection legislation.

1. **Confidentiality**

Under no circumstances shall an associate divulge information of a confidential nature that has come to their attention via the company. This would cover information about the company, business, finances, transactions or affairs of the company; delegate information.

1. **Company Policy and Procedures**

Associates will be expected to keep abreast of all Peregrinate Ltd. policies and updates and to adhere to all of these policies and procedures at all times.

1. **Whistleblowing Policy**

**Peregrinate Ltd   
  
"WHISTLEBLOWING" POLICY**

(Making a Disclosure in the Public Interest)

**Introduction**

**Peregrinate Ltd** is committed to the highest standards of openness, probity and accountability.   
  
An important aspect of accountability and transparency is a mechanism to enable staff and other members of the company to voice concerns in a responsible and effective manner. It is a fundamental term of every contract of employment that an employee will faithfully serve his or her employer and not disclose confidential information about the employer’s affairs. Nevertheless, where an individual discovers information which they believe shows serious malpractice or wrongdoing within the organisation then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).

The Public Interest Disclosure Act, which came into effect in 1999, gives legal protection to employees against being dismissed or penalised by their employers as a result of publicly disclosing certain serious concerns. The Company has endorsed the provisions set out below so as to ensure that no members of staff should feel at a disadvantage in raising legitimate concerns.  
  
It should be emphasised that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Company nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures. Once the "whistleblowing” procedures are in place, it is reasonable to expect staff to use them rather than air their complaints outside the Company.

**Scope of Policy**

This policy is designed to enable employees of the Company to raise concerns internally and at a high level and to disclose information which the individual believes shows malpractice or impropriety. This policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures e.g. disciplinary. These concerns could include:

1. Financial malpractice or impropriety or fraud
2. Failure to comply with any Legal Obligations or Statutes
3. Dangers to Health & Safety or the environment
4. Criminal activity
5. Improper conduct or unethical behaviour
6. Attempts to conceal any of these

**Safeguards**  
  
**i. Protection**  
  
This policy is designed to offer protection to those employees of the Company who disclose such concerns provided the disclosure is made:

1. in good faith
2. in the reasonable belief of the individual making the disclosure that it tends to show malpractice or impropriety and if they make the disclosure to an appropriate person (see below). It is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedure. In an extreme case malicious or wild allegations could give rise to legal action on the part of the persons complained about.

**ii. Confidentiality**  
  
The Company will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.

**iii. Anonymous Allegations**  
  
This policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the Company.  
  
In exercising this discretion, the factors to be taken into account will include:

1. The seriousness of the issues raised
2. The credibility of the concern
3. The likelihood of confirming the allegation from attributable sources

**iv. Untrue Allegations**  
  
If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual.

**Procedures for Making a Disclosure**

On receipt of a complaint of malpractice, the member of staff who receives and takes note of the complaint, must pass this information as soon as is reasonably possible, to the appropriate designated investigating officer as follows:

1. Complaints of malpractice will be investigated by the appropriate Manager unless the complaint is against the Manager or is in any way related to the actions of the manager. In such cases, the complaint should be passed to the Managing Director for referral.
2. In the case of a complaint, which is in any way connected with but not against the Manager, the Managing Director will nominate a representative to act as the alternative investigating officer.
3. Complaints against the Managing Director should be passed to the appropriate company Director who will nominate an appropriate investigating officer.
4. The complainant has the right to bypass the line management structure and take their complaint directly to the Managing Director. The Managing Director has the right to refer the complaint back to management if she feels that the management without any conflict of interest can more appropriately investigate the complaint.

Should none of the above routes be suitable or acceptable to the complainant, then the complainant may approach one of the following individuals who have been designated and trained as independent points of contact under this procedure. They can advise the complainant on the implications of the legislation and the possible internal and external avenues of complaint open to them:

1. Christian Mollan
2. Sean Mollan

If there is evidence of criminal activity then the investigating officer should inform the police. The Company will ensure that any internal investigation does not hinder a formal police investigation.

**Timescales**

Due to the varied nature of these sorts of complaints, which may involve internal investigators and / or the police, it is not possible to lay down precise timescales for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

The investigating officer, should as soon as practically possible, send a written acknowledgement of the concern to the complainant and thereafter report back to them in writing the outcome of the investigation and on the action that is proposed. If the investigation is a prolonged one, the investigating officer should keep the complainant informed, in writing, as to the progress of the investigation and as to when it is likely to be concluded.

All responses to the complainant should be in writing and sent to their home address.

**Investigating Procedure**

The investigating officer should follow these steps:

1. Full details and clarifications of the complaint should be obtained.
2. The investigating officer should inform the member of staff against whom the complaint is made as soon as is practically possible. The member of staff will be informed of their right to be accompanied by a trade union or other representative at any future interview or hearing held under the provision of these procedures.
3. The investigating officer should consider the involvement of the Company auditors and the Police at this stage and should consult with the Managing Director. The allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals / bodies.
4. A judgement concerning the complaint and validity of the complaint will be made by the investigating officer. This judgement will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the Managing Director.
5. The Managing Director will decide what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate Company procedures.
6. The complainant should be kept informed of the progress of the investigations and, if appropriate, of the final outcome.
7. If appropriate, a copy of the outcomes will be passed to the Company Auditors to enable a review of the procedures.

If the complainant is not satisfied that their concern is being properly dealt with by the investigating officer, they have the right to raise it in confidence with the Managing Director or one of the designated persons described above.

If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the complainant is not satisfied with the outcome of the investigation, the Company recognises the lawful rights of employees and ex-employees to make disclosures to prescribed persons (such as the Health and Safety Executive, the Audit Commission, or the utility regulators), or, where justified, elsewhere.

**I understand and agree to the terms and conditions of the Code of Conduct as set out above.**

Associate Name: …………………………………………………..

Associate Signature: ………………………………. Date: ………………………….

On behalf of,

**Peregrinate Ltd**

Angela Mollan

Signature: ……………………………………… Date: …………………………..