

COLLECTED BOARD POLICIES
OF THE
BI-STATE DEVELOPMENT AGENCY
OF THE
MISSOURI-ILLINOIS METROPOLITAN DISTRICT

Chapter 100. Compliance and Reporting Policy

Section

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Section 100.010 Compliance and Reporting Policy Overview (revised 11/29/23)

A. **Policy (revised 09/27/19).** It is the policy of the Agency to safeguard public funds and to ensure integrity in the delivery of public services. The Agency is committed to conducting its business with integrity and in compliance with all applicable laws. All Agency employees and contractors are expected and required to conduct their duties in compliance with all applicable laws, policies, rules, and regulations.

B. **Purpose (revised 09/27/19, 11/29/23).** The purpose of this Compliance Policy (the “Policy”) is to detect and prevent fraud, illegal misconduct, unethical conduct, inefficiency, and waste in the programs and operations of the Bi-State Development Agency of the Missouri-Illinois Metropolitan District (the “Agency”). The Chief Legal Counsel and the Director of Corporate Compliance and Ethics (the “Director”) have the duty to investigate allegations of fraud, illegal misconduct, unethical conduct, waste, and inefficiency on the part of Agency employees, contractors, and programs. Suspected fraud, waste, illegal misconduct, unethical conduct, and inefficiency can be reported on-line or by calling the BSD Compliance and Fraud Helpline (the “Helpline”), or submitting a written report as outlined in this Chapter.

Section 100.020 Reporting (revised 11/29/23)

A. **Policy (revised 09/27/19, 11/29/23).** It is the policy of the Agency that every Agency employee shall have the right to report, in good faith, and in accordance with this

Chapter and BSD's Employee Code of Conduct and Ethics (the "Code"), to the Agency's Chief Legal Counsel or the Director, information concerning an improper agency action.

To assist such reporting, this Chapter provides Agency employees and contractors a process for reporting improper action, protection from retaliatory action for reporting and cooperating in the investigation, and/or prosecution of improper action in good faith in accordance with this Chapter and the Code. While employees and contractors are encouraged to report improper action directly to their immediate supervisors, the Agency recognizes that there are instances where this may not be an option. To this end, this Chapter provides for a reporting mechanism, including the Helpline, directly to the Director or the Chief Legal Counsel.

B. Appropriate Reporting Officials (revised 09/27/19, 11/29/23). Reports may be made to the contractor's or employee's supervisor, the Agency's President and CEO, the Agency's Chief Legal Counsel, or the Director. Reports may also be made anonymously utilizing the Agency's Helpline or by submitting a written report. In the case of reports made directly to an Agency supervisor or the President and CEO, they shall promptly communicate the report to the Director or the Chief Legal Counsel. The report will be transcribed verbatim into an on-line report on the Helpline. If the allegation of improper Agency action relates to the sufficiency or accuracy of the Agency's financial or accounting records or reports, the Director or the Chief Legal Counsel shall furnish a copy of the report or summary of the allegation to the Audit, Finance, and Administration Committee of the Board of Commissioners.

C. Confidentiality (revised 09/27/19). If an employee or contractor chooses to remain anonymous when submitting a written report on-line or when calling the Helpline, no attempt will be made to discover the employee's or contractor's identity. To the extent allowed by law, the identity of an employee or contractor reporting information about an improper action shall be kept confidential unless the employee or contractor waives confidentiality in writing.

D. Protection for Reporting (revised 09/27/19). Employees or contractors, who act in good faith and in compliance with this Policy, are protected from interference in or retaliation for reporting improper actions or cooperating in an investigation or resulting proceedings. To the extent allowed by law, the identity of employees or contractors providing information about improper actions shall remain confidential, unless the employees or contractors waive the right, in writing.

E. Employee and Contractor Protections and Protected Conduct (revised 09/27/19, 11/29/23).

1. The following conduct by employees and contractors is protected if carried out in good faith under the Code and this Chapter:

- a. Reporting alleged improper action pursuant to the provisions of this Policy this Chapter, or the Code, and reporting violations of criminal laws to the appropriate law enforcement officials;
- b. Cooperating in an investigation by the Chief Legal Counsel, the Director, or their Designee, or an Investigating Official related to the improper action; and/or
- c. Testifying in a proceeding or prosecution arising out of an improper action.

2. No Agency officer or employee shall retaliate against any employee or contractor because such employee or contractor proceeded or is proceeding in good faith in accordance with this Chapter.

F. Penalty. Any Agency officer or employee who engages in prohibited retaliatory action is subject to discipline by suspension without pay, demotion or termination.

G. Periodic Restatement (revised 09/27/19). Upon entering Agency service and at least once each year thereafter, every Agency officer and employee shall receive a written summary of this Chapter, the procedures for reporting improper actions, the procedures for obtaining the protections extended, and the prohibition against retaliation in this Section. This requirement will be met by annually publishing the Code to all Agency officers and employees for required reading and attestation. The Director shall ensure that such summaries are distributed and that copies are posted where all employees will have reasonable access to them.

Section 100.030 Investigations (revised 11/29/23)

A. Investigation (revised 09/27/19, 11/29/23). Within 30 days after receiving information about an improper action from an agency employee or contractor, the Chief Legal Counsel, the Director, or their Designee shall conduct a preliminary investigation, and prepare a written summary of the investigation, which may include matters for further research, investigation, or inquiry. In the case of an allegation relating to the sufficiency or accuracy of the Agency's financial or accounting records or reports, the investigation shall be conducted or overseen by the Audit, Finance, & Administration Committee or the Board of Commissioners. The Chief Legal Counsel will provide a report to the Board of Commissioners or a Committee established by the Board of Commissioners to review ethics concerns if further action is warranted or if the investigation pertains to conduct of a member of the Board of Commissioners.

B. Completion of Investigation and Reports (revised 09/27/19, 11/29/23). Upon completion of the investigation, the Chief Legal Counsel or the Director shall notify the complainant in writing through their Helpline report of any determinations made. The Chief Legal Counsel or the Director shall have no obligation to provide an investigation

determination under this Section if the complainant, who has filed a written report, chooses to remain anonymous. If the Chief Legal Counsel or the Director determine that an improper Agency action has occurred, he or she shall report the nature and details of the action to the President and CEO; or to the head of the department with responsibility for the action unless such department head is implicated; and to such other governmental officials or agencies as the Chief Legal Counsel deems appropriate.

C. Closure (revised 09/27/19, 11/29/23). The Chief Legal Counsel or the Director may close an investigation at any time if he or she determines that no further action is warranted and shall so notify the complainant

Section 100.040 Reporting Helpline

A. Helpline (revised 09/27/19). The Agency has established a dedicated Compliance and Fraud Helpline service as an external and independent reporting mechanism for reporting suspected improper action on the part of Agency employees, officers, vendors, or independent contractors. To report illegal or unethical conduct, fraud, inefficiency, or waste, either by-name or anonymously, call toll free 855-465-2457 (85-LINK2HLP), 24 hours a day, seven days a week. A Helpline Agent will answer and document the report, including verifying the report's content with the complainant. Reports can be submitted on-line through the Helpline's secure website <http://www.EthicsPoint.com>.

B. Scope (revised 09/27/19). The Helpline authority extends only to Agency resources and activities. Any type of fraudulent or illegal activity involving private businesses with no contractual relationship with the Agency or governmental agencies other than the Agency should be reported to the appropriate law enforcement authorities.

C. False Accusations (revised 09/27/19). The Agency will consider it a serious violation of Agency policy for employees to intentionally make false accusations. Such false accusations may result in disciplinary action, up to and including termination, against the accuser. All reports to the Agency Compliance Program and the Helpline should be made in good faith and with the best of intentions.

Section 100.050 Definitions (revised 11/29/23)

As used in Chapter 100, the following terms shall have these meanings:

A. "Investigating Official" means the Agency's Chief Legal Counsel, or a member of the staff or designee of the Chief Legal Counsel. (Revised 09/27/19)

B. "Employee" means a member of the Board of Commissioners, any person employed by the Agency, whether in a permanent or temporary position, including full-time, part-time, and intermittent workers.

C. "Contractor" means any vendor, contractor, or sub-contractor and all associated employees directly and/or indirectly conducting business with the Agency. (Revised 09/27/19)

D. 1. "Improper action" means any action by a member of the Board of Commissioners, an Agency officer, employee, vendor, or contractor that is undertaken, in the case of an officer or employee, in the performance of such person's official duties, whether or not the action is within the scope of employment, and, in the case of a vendor or contractor, in connection with activities in connection with such person's contract with the Agency, which:

- a. Violates any local, state or federal law, or Agency policy, or
- b. Constitutes an abuse of authority, or
- c. Creates a substantial or specific danger to the public health or safety, or
- d. Results in a waste of public funds.

2. "Improper action" does not mean personnel actions, including but not limited to: employee grievances, complaints, appointments, promotions, transfers, assignments, reassignments, reinstatements, restorations, reemployments, performance evaluations, reductions in pay, dismissals, suspensions, demotions, reprimands, violations of collective bargaining or civil service laws, or alleged violations of agreements with labor organizations under collective bargaining.

3. A properly authorized Agency program or activity does not become an improper action because an employee or Investigating Official dissents from the Agency policy or considers the program, activity, or expenditures unwise. (Revised 09/27/19)

E. "Retaliate," (and its kindred nouns, "retaliation" and "retaliatory action") means to make, because of an activity protected under this Chapter, any unwarranted adverse change in a person's status or the terms and conditions of such status including, but not limited to, denial of adequate staff to perform duties; frequent staff changes; frequent and undesirable office changes; refusal to assign meaningful work; unsubstantiated letters of reprimand or unsatisfactory performance evaluations; demotion, reduction in pay; denial of promotion; transfer or reassignment; suspension or dismissal; or other unwarranted disciplinary action.

F. "President and CEO" means the President and CEO of the Agency. (Revised 09/27/19)

Section 100.060 Reporting and Adjudicating Retaliation

A. Complaint (revised 09/27/19). In order to seek relief, a person who believes such person has been retaliated against in violation of this Chapter must file a Retaliation incident report on the Helpline within 30 days of the occurrence alleged to constitute

retaliation. The complaint must be filed on the Helpline and must specify the alleged retaliatory action and the relief requested.

B. Investigation and Response (revised 09/27/19, 11/29/23). The Chief Legal Counsel, the Director, or their designee shall conduct an independent investigation of the complaint and will notify the head of the department in which the retaliation is alleged to have occurred. If the department head is alleged to have retaliated in violation of this Chapter, the President and CEO shall be notified. The Chief Legal Counsel or the Director shall ensure that the complainant is provided a response within 30 days after the filing of the retaliation complaint.