

Doris Duke Charitable Foundation, Inc.

Whistleblower Policy

Adopted May 14, 2018

The Boards of the above named foundations (hereafter collectively called “foundation”) adopted this policy in furtherance of the Governance Principles of the foundation requiring all Trustees, Directors, Officers, employees and volunteers (“Foundation Persons”) to observe the highest standards of business, legal and personal ethics in the conduct of their duties and responsibilities. Foundation Persons must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

DISTRIBUTION OF POLICY

A copy of this policy will be distributed to all Foundation Persons. The foundation may satisfy this distribution requirement by posting a copy of this policy on its website, intraweb or at its offices in a conspicuous location accessible to Foundation Persons.

REPORTING RESPONSIBILITY

This Whistleblower Policy is intended to encourage and enable Foundation Persons to raise serious complaints or concerns internally so that the foundation can address and correct inappropriate conduct and actions. It is the responsibility of Foundation Persons to report complaints or concerns about violations of the foundation’s policies or suspected violations of laws or regulations that govern the foundation’s operations.

ILLUSTRATIVE TYPES OF CONCERNS

The following is a nonexhaustive list of the kinds of conduct that should be reported:

- supplying false or misleading information on the foundation’s financial or other public documents, including its tax return (990PF);
- providing false information to or withholding material information from the foundation’s auditors or Trustees;
- embezzlement, self-dealing, private inurement (i.e., foundation earnings inuring to the benefit of an insider of the foundation, such as a Trustee, Director or Officer) and private benefit (i.e., foundation assets being used for personal gain or benefit by non-insiders of the foundation);
- violations of the foundation’s Conflict of Interest and Confidentiality Policy;
- payment for services or goods that are not rendered or delivered;
- facilitating or concealing any of the above or similar actions.

REPORTING PROCEDURE

The foundation has an open door policy and suggests that Foundation Persons communicate (verbally or in writing) their complaints or concerns to their supervisor or Human Resources.

If Foundation Persons are not comfortable communicating with their supervisor or Human Resources or are not satisfied with their supervisor's or Human Resources' response, they are encouraged to communicate with the Executive Director at their location, the Chief Operating Officer, Legal Counsel or President. Supervisors and managers are required to report complaints or concerns about suspected ethical and legal violations in writing to the foundation's Legal Counsel, who has the responsibility to investigate all reported complaints or concerns. If it is inappropriate or impractical for Foundation Persons to notify the Legal Counsel, Foundation Persons may contact the President, or if inappropriate to notify the President, the Chair of the Audit Committee of the Board. Trustees and Directors should report their complaints or concerns to the Chair of the Audit Committee, Chair of the Board, President or Legal Counsel. Complaints and concerns can be submitted anonymously or not. Complaints and concerns should contain as much detail as possible to allow an appropriate investigation to begin. Foundation Persons should retain all documents that could be relevant to an investigation of the complaint or concern.

ACCOUNTING AND AUDITING MATTERS

Any complaints or concerns regarding accounting practices, internal controls or auditing should be handled as described in the foundation's *Compliance Policy: Accounting Allegations*.

NO RETALIATION

No Foundation Person who in good faith reports a complaint or concern taken by or within the foundation that is illegal, fraudulent or in violation of any policy of the foundation and no Foundation Person who assists in the investigation of a complaint or concern shall suffer adverse action, including, but not limited to, intimidation, harassment, discrimination adverse employment consequences or other retaliation.

Any Foundation Person who retaliates against someone who has reported a complaint or concern in good faith will be subject to discipline, up to and including termination of employment for employees and removal as a Director, Trustee or Officer.

ACTING IN GOOD FAITH

Anyone filing a complaint or concern must be acting in reasonable good faith or become aware of grounds for believing the information disclosed indicates a violation or impropriety. Foundation Persons who make a complaint or concern that proves not to be substantiated and which proves to have been made maliciously or knowingly to be false will be subject to disciplinary action up to and including termination of employment for employees and removal as a Director, Trustee or Officer.

INVESTIGATION AND CONFIDENTIALITY

The foundation will investigate all reports with care. The foundation's interest in being thorough in its investigations means that it cannot promise complete confidentiality. Reports of complaints or concerns will be kept confidential to the maximum extent possible, consistent

with the need to conduct an adequate investigation, gather facts and take necessary corrective action.

ADMINISTRATION AND HANDLING OF REPORTED VIOLATIONS

The foundation's Legal Counsel will be responsible for administering this Whistleblower Policy, under the oversight of the foundation's Audit Committee. The foundation's Legal Counsel or President will apprise the Audit Committee of all complaints or concerns and investigations. Following an investigation, the foundation will take such appropriate remedial and disciplinary action as it deems justified by the circumstances.

The foundation's Legal Counsel will notify the person who submitted a complaint or concern and acknowledge receipt of the complaint or concern. All complaints or concerns will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation. Any person who is the subject of a complaint or concern cannot be present or participate in any Board or Audit Committee deliberation or voting on the matter relating to the complaint or concern, although the Board or Audit Committee can require that such person present background information or answer questions at a meeting prior to the commencement of deliberations or voting at the request of the Board or Audit Committee.

The foundation's Legal Counsel will report at least annually to Audit Committee on compliance activity relating to this policy.

All documents relating to reports made under this policy and any investigations related to those reports will be retained by the foundation for a minimum period of seven (7) years.