

**FEDERATION OF STATE MEDICAL BOARDS RESEARCH  
AND EDUCATION FOUNDATION  
WHISTLEBLOWER POLICY AND PROCEDURES**

**POLICY**

The Board of Directors (the “Foundation Board”) of The Federation of State Medical Boards Research & Education Foundation (the “Foundation”) seeks to ensure that the Foundation complies with the highest standards of financial accounting and reporting, and has procedures in place that are required by relevant federal and state laws.

The Foundation Board has established procedures for the receipt and treatment of concerns or complaints from staff members and others regarding questionable accounting or auditing matters or perceived deficiencies in internal controls. Reported violations will be investigated, addressed promptly and, to the extent possible, treated confidentially consistent with the need to investigate, prevent or correct the violation.

No one reporting, in good faith, an actual or suspected violation of Foundation policy or other unlawful act will be subject to retaliation of any kind. Retaliation against an individual for reporting in good faith an actual or suspected violation or for participating in an investigation of a complaint is a serious breach of this policy and may be subject to disciplinary action. Persons who knowingly, with intent to retaliate, take any action harmful to a person who reports such violations may also be subject to civil remedies or criminal penalties.

**PROCEDURES**

**Reporting Concerns:** Any employee, director, officer or other person who has a concern or complaint about questionable accounting or auditing matters or perceived deficiencies in internal controls, must report such concern or complaint either to the President of the Board or the Secretary. All such reports will be treated confidentially consistent with the need to investigate, prevent or correct the violation and will carry no risk of retribution if made in good faith.

Communications should be directed to either of the following individuals:

*Board President*

Nancy Achin Audesse  
c/o The Federation of State Medical Boards Research  
and Education Foundation  
P.O. Box 619850  
Dallas, TX 75261-9850

*Secretary*

Barbara S. Schneidman, MD, MPH  
The Federation of State Medical Boards Research  
and Education Foundation  
P.O. Box 619850  
Dallas, TX 75261-9850  
817-868-4000

**Communications:** If the President or Secretary receives an oral communication expressing a concern or complaint regarding accounting or auditing matters, or internal controls, s/he shall promptly prepare a memorandum of such communication.

In the event any other director, officer or employee receives an oral or written communication expressing a concern or complaint regarding accounting or auditing matters, or internal controls, including anonymous communications, s/he shall promptly deliver to the President and/or the Secretary a copy of the memorandum of such oral communication or a copy of such written communication.

**Investigation:** The President and/or Secretary will cause an investigation to be made into the subject matter of each communication regarding questionable accounting or auditing matters or internal controls, as he or she deems appropriate, and shall provide the Foundation Board with a written summary reporting the results of such investigation and any action taken or proposed to be taken. However, the President may decide that such investigation will be conducted by others, such as legal counsel or third-parties. The investigation will preserve the identity of the individual(s) reporting the concern or making a complaint to the extent possible.

**Board Review:** The Foundation Board will review all reports of concerns or complaints regarding questionable accounting or auditing matters or internal controls, at the next scheduled meeting unless the President or Secretary determines that more prompt notification is prudent. The Board shall then determine what action, if any, should be taken regarding such reports.

**Maintain Records:** The Foundation management will maintain a file of copies of the memoranda and written communications received by the President or Secretary reporting a concern or complaint regarding questionable accounting, auditing matters or internal controls, and a written summary reporting the results of such investigation and any action taken or proposed to be taken. Consistent with the Foundation's Document Retention Policy and Schedule, such documentation shall be retained for a period of five (5) years from the date of the complaint.

**Retaliation is Prohibited:** Any director, officer or employee who in good faith reports an actual or suspected financial impropriety, or participates in an investigation of a complaint regarding accounting matters will not be subject to retaliation, threats or harassment of any kind. Retaliation against an individual for reporting a complaint or for participating in an investigation of a complaint is a serious breach of this policy and will be subject to disciplinary action.

This protection from retaliation is not intended to prohibit the Foundation Board or management from taking action, including disciplinary action, in the usual scope of their duties based on valid performance-related factors, nor is it intended to preclude disciplinary action against individuals who report baseless allegations or who make allegations in bad faith.

Adopted by the Board of Directors of the Federation of State Medical Boards Research and Education Foundation on February 10, 2009.