

FRANKLIN COUNTY CIVIC DEVELOPMENT CORPORATION

WHISTLEBLOWER POLICY

Adopted by Resolution on July 14, 2010

I. Introduction

This Whistleblower Policy (the "Whistleblower Policy") of the Franklin County Civic Development Corporation (the "Corporation") is adopted by resolution pursuant to the Public Authorities Law.

II. Operative Policy

A. All members of the board of directors (the "Board") of the Corporation and all officers and employees of the Corporation, in the performance of their duties, shall conduct themselves with honesty and integrity and observe high standards of business and personal ethics as set forth in the Code of Ethics of the Corporation (the "Code").

B. Each director, officer and employee is responsible to report any violation of the Code (whether suspected or known) to the Corporation's Chief Executive Officer. Reports of violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

C. No individual, regardless of their position with the Corporation, shall be subject to any retaliation or adverse employment consequence for making a good faith claim and any employee who chooses to retaliate against someone who has reported a violation shall be subject to disciplinary action, which may include termination of employment.

D. Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing there has been a violation of the Code.

E. Any claim of retaliation will be taken and treated seriously and, irrespective of the outcome of the initial complaint, will be treated as a separate offense.

F. The Chief Executive Officer is responsible for immediately forwarding any claim to the Corporation's counsel who shall investigate and handle the claim in a timely manner

Any and all previously-approved Whistleblower policies of the Corporation are hereby rescinded.