



RUSSELL SAGE FOUNDATION Whistleblower Policy¹

As stewards of the public trust, all trustees, officers, employees, and scholars (as defined below) of the Russell Sage Foundation (the “foundation”) are expected to ensure that the foundation and the individuals associated with it comply with high standards in financial accounting and reporting and engage in lawful and ethical behavior in all of the foundation’s dealings. This policy (the “Policy”) is intended to remind these individuals of this expectation, to encourage all to report any concerns about possible violations, to lay out procedures for reporting and investigating complaints, and to describe the protections afforded under the Policy.

The foundation’s Board of Trustees (the “Board”), or an authorized committee thereof, will oversee this Policy. The Board designates the President of the foundation, under the direction of the Board or the Audit Committee, to administer and oversee this Policy on its behalf and to report to the Board concerning such administration.

A copy of this Policy will be furnished to each trustee, officer, employee of the foundation, and visiting scholar, researcher, journalist, Margaret Olivia Sage scholar, and volunteer (members of each of these five categories are considered a “scholar” below) who provides substantial services to the foundation.

1. Complaints

If any current or former trustee, officer, employee², or scholar (a “Reporter”) knows or has a reasonable belief that the foundation or any persons associated with it have engaged or plan to engage in illegal, unethical, or fraudulent conduct, or conduct that is contrary to the foundation’s policies, or that any activity or policy of the foundation poses a substantial and specific danger to public health or safety, such person is expected to file a complaint immediately.

2. Procedure for Reporting Complaints

Complaints may be reported on a confidential, anonymous basis, orally or in writing, giving as much detail as possible, to the President of the foundation or such other officer of the Corporation as the President may determine (the “Officer”), or, if the complaint concerns the Officer, to the Chair of the Audit Committee (the “Alternate”). Contact information for the Officer and the Alternate is included at the end of this Policy. Upon receiving a verbal complaint, the Officer or the Alternate, as applicable, will promptly prepare a written summary of the complaint, including as much detail as possible.

¹ Originally approved June 19, 2014, and subsequently revised November 19, 2021, and November 18, 2022.

² The definition of “employee” includes former employees and natural persons engaged as independent contractors who are not themselves employers.

3. Receipt and Handling of Complaints

All non-anonymous complaints will be acknowledged promptly by the individual who receives the complaint. The individual who receives the complaint, if not the Officer, will report it to the Officer or, if the complaint concerns the Officer, to the Alternate.

The complaint will be reviewed, possibly with counsel, and investigative action will be undertaken as promptly as possible.

The Officer or the Alternate, as applicable, will decide on further actions to be recommended to the Board, or the Audit Committee, including additional investigation and/or legal or disciplinary action.

The Officer or the Alternate, as applicable, will report to the Board, or the Audit Committee, any complaint that has been determined to be credible and material. This report will generally include a copy of the complaint and the date and nature of the complaint. It will also describe the conduct and status of any investigation and any recommendations to address the complaint.

4. Action on Complaints

The foundation will take appropriate action in response to any complaints, including disciplinary action against any person who, in the foundation's assessment, has engaged in illegal, unethical, or fraudulent conduct, conduct contrary to the foundation's policies, or conduct that poses a substantial and specific danger to public health or safety, and, where appropriate, may report such misconduct to the relevant civil, criminal, or administrative authorities.

Trustees who are employees of the foundation may not participate in Board or Audit Committee deliberations or votes relating to administration and oversight of this Policy. In addition, any person who is the subject of a complaint made pursuant to this Policy may not be present at or participate in any Board or Audit Committee deliberations or votes on the matter relating to the complaint. However, the Board or Audit Committee thereof may request that such person present background information or answer questions at a meeting of the Board or Audit Committee thereof prior to the commencement of deliberations or voting.

5. Protection under the Policy

No Reporter who, in good faith or reasonably, reports, threatens to report, refuses to participate in, or cooperates in an investigation or adjudication of, any action taken by or within the foundation that is illegal, fraudulent, unethical, in violation of any adopted policy of the foundation, or poses a substantial and specific danger to public health or safety, shall suffer intimidation, harassment, retaliation, or discrimination of any kind. Prohibited retaliation includes (i) adverse employment actions or threats to take such adverse employment actions; (ii) actions or threats to take such actions that would adversely impact a former employee's current or future employment; and (iii) threatening to contact or contacting immigration authorities or otherwise reporting or threatening to report such person's suspected citizenship or immigration status or the suspected citizenship or the immigration status of a family or household member. Any trustee, officer, employee, or scholar who retaliates against another for reporting a complaint in good faith or reasonably pursuant to this Policy, or for participating in an investigation or adjudication of a complaint, will be subject to disciplinary action, up to

and including termination from employment (or independent contractor relationship) or removal from office or from the Board. Any trustee, officer, employee, or scholar who deliberately or maliciously provides false information in connection of the filing, investigation, or adjudication of a complaint under this Policy may be subject to disciplinary action, up to and including termination of employment (or independent contractor relationship) or removal from office or from the Board.

This Policy does not create a promise or contract by the foundation, and it may be amended at any time without prior notification. Employment at the foundation is at will and nothing in this Policy should be interpreted as in any way limiting such at-will relationship.

6. Confidentiality

In conducting its investigations and in reporting complaints, the foundation will strive to keep as confidential as possible the identity of any complainant or any individual who provides information during or otherwise participates in or assists an investigation, except that the foundation may share such information as it deems necessary with appropriate foundation personnel, advisors, law enforcement officers, or as may be required by law.

7. Distribution

A copy of this Policy shall be distributed to all trustees, officers, employees, and to scholars who provide substantial services to the foundation. For purposes of this provision, posting the Policy on the foundation's website or at the foundation's offices in a conspicuous location accessible to employees and scholars are among the methods the foundation may use to satisfy the distribution requirement.

8. Contact Information

Officer

Name: Sheldon Danziger, President

Address: 112 East 64th Street New York, NY 10065

Phone: (212) 750-6010

Email: Sheldond@rsage.org

Alternate

Name: Larry Bartels, Chair, Audit Committee

Address: Vanderbilt University, 337 Commons Center, Dept. of Political Science,
Nashville, TN 37203

Phone: (615) 322-6227

Email: larry.bartels@vanderbilt.edu