



WHISTLEBLOWER POLICY

1. Purpose. The Vera Project (Vera) requires board members, members, volunteers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities, and to comply with all applicable laws and regulatory requirements.

2. Reporting Responsibility. Vera seeks to have an “Open Door Policy” and encourages board members, members, volunteers and employees to share their questions, concerns, suggestions or complaints regarding Vera and its operations with someone who can address them properly. In most cases, a board member or committee member should present his or her concerns to the Steering Chair, Programming Chair, or Chair of the Board. The staff Directors are generally in the best position to address an employee’s area of concern. However, if concerned party is not comfortable approaching their chair or director, or is not comfortable with the response, they are encouraged to speak with anyone on the Board whom they feel comfortable in approaching. Board members are required to report suspected violations of the Code and related policies to Vera’s Board Chair(s). Anyone whose concerns cannot be addressed internally at Vera may use the methods outlined in section three.

3. Reporting a Concern. If you have a concern that cannot be addressed as outlined in section two, Vera has contracted with a third party, Fulcrum, to receive your concerns. You may call, mail, email or fax your concern to as follows:

COMPLAINT COLLECTION MECHANISMS

Fulcrum will receive, report, and (if possible) resolve complaints received from Company employees and others regarding accounting, internal accounting controls, and auditing matters. Fulcrum will record all contacts that Fulcrum reasonably believes are intended to be a bone fide complaint (for example, wrong number phone calls and prank complaints need not be recorded). Fulcrum will collect complaints using the following means:

1. A phone line at 213-596-1910 answered by professional personnel from 8:00a.m. to 6:00 p.m. Pacific time. Outside these hours, the phone will be answered by an automated voice mail system.
2. A web-based form located at www.fulcrum.com/vera
3. E-mail sent to whistle@fulcrum.com
4. U.S. mail addressed to Fulcrum Inquiry, Whistleblower Department, 888 S. Figueroa Street, Suite 2000, Los Angeles, CA 90017.
5. Fax sent to Fulcrum Inquiry, Whistleblower Department, at 213-891-1300 Fulcrum may change the above

If you are mailing, faxing or e-mailing your concern, include the following details:

- Your name and contact information (if you want someone to follow up with you)
- Those involved/aware or responsible
- Details of your concern (who, what, where, when)
- If you wish to communicate with non-management directors or the Board, please mention it in your letter.

4. No Retaliation. No board member, committee member, volunteer or employee who in good faith reports a violation of a law or regulation requirement shall suffer harassment, retaliation or adverse employment consequence. Whistleblower Policy is intended to encourage and enable persons to raise serious concerns within Vera prior to seeking resolution outside Vera.

5. Accounting and Auditing Matters. The Finance Committee of the Board of Directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing.



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The Compliance Officer shall immediately notify the Finance Committee of any such complaint and work with the Committee until the matter is resolved.

6. Requirement of Good Faith. Anyone filing a complaint concerning a violation or suspected violation of the law or regulation requirements must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

7. Confidentiality. Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.