

Sustainable Energy Utility, Inc.

Whistleblower Policy

Sustainable Energy Utility Inc (SEU) is accountable to its funders, customers, and stakeholders. As such, SEU maintains the highest standards of financial integrity and organizational ethics. In order to assure this, SEU fosters an environment in which all employees work and strive for the best interests of the organization. This policy is an important way of protecting an employee who becomes aware of any wrongdoing that could compromise those standards.

The SEU shall be governed by and subject to the Delaware Whistleblowers' Protection Act, Title 19 of the Delaware Code, Chapter 17.

Any SEU employee who becomes aware of, or reasonably believes that corporate theft, fraud, illegal activity, or any violation as that term is defined in Title 19 of the Delaware Code, Section 1702(6) has occurred is encouraged to disclose or report such wrongdoing by taking the following steps:

- Should the employee become aware of, or reasonably believe that another employee, not the Executive Director, is responsible for or involved in theft, fraud, illegal activity, or a violation, the employee shall report such misconduct to the Executive Director. The Executive Director shall inform the SEU's Oversight Board Chair, the Chair of the Finance Committee, and the SEU's General Counsel. The Executive Director shall promptly investigate the allegation and take appropriate action.
- Should the employee become aware of, or reasonably believe that the Executive Director is involved in, or through collusion is responsible for, theft, fraud, illegal activity, or a violation, the employee shall report such misconduct to the Chair of the SEU's Oversight Board of Directors. The Oversight Board Chair shall inform the Chair of the Finance Committee and the SEU's General Counsel, and the Oversight Board Chair shall promptly have an investigation conducted of the allegation, and take appropriate action.
- Should the employee become aware of, or reasonably believe that a member of the Board of Directors is responsible for or involved in theft, fraud, illegal activity, or a violation, the employee shall report such misconduct to the SEU's General Counsel. The General Counsel shall promptly inform the two most senior Board members not associated with the reported activity, who shall promptly have an investigation conducted and, take appropriate action.

All allegations shall be investigated promptly. In conducting its investigations, the SEU shall strive to keep the identity of the complaining individual as confidential as possible, while conducting an adequate review and investigation. Legal action in the best interest of the SEU shall be pursued where appropriate.

The SEU prohibits retaliation against any employee who discloses or reports corporate theft, fraud, other illegal activity, or a violation, and shall afford the employee the protections set forth in Title 19 of the Delaware Code, Section 1703.

Adopted: March 20, 2014