



CONGRESSIONAL MEDAL *of* HONOR FOUNDATION

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August 31, 2015

Medal of Honor Foundation, Inc. Whistleblower Policy

As employees of the Foundation, you must practice honesty and integrity in fulfilling your responsibilities and comply with all applicable laws and regulations.

Reporting Responsibility: You have an obligation to report in accordance with this policy any (1) fraudulent conduct or other misconduct relating to the use or procurement of grant money, donations, or any other funds, or (2) questionable or improper conduct relating to the Foundation's accounting, internal accounting controls, finances, or auditing matters.

Authority of Audit Committee: The Audit Committee, and/or such person or persons designated by the Audit Committee, shall be responsible for investigating, and making appropriate recommendations to the Board of Directors, with respect to all reported concerns.

No Retaliation: The Whistleblower Policy is intended to encourage and enable you to raise concerns within the Foundation for investigation and appropriate action. With this goal in mind, no employee who, in good faith, reports a concern or cooperates with an investigation into a reported concern shall be subject to retaliation or adverse employment consequences as a result of such report or cooperation. Any employee who violates this anti-retaliation provision may be subject to discipline up to and including termination of employment.

Reporting Concerns: You should report the concern to the Chair of the Audit Committee or any member of the Audit Committee. If the concern is reported verbally, the reporting individual, with assistance from a member of the Audit Committee, shall put the concern in writing. The written description of the concern should consist of factual rather than speculative assertions to enable effective investigation. Concerns may also be submitted anonymously.

Handling of Reported Violations: All reports will be promptly addressed and/or investigated as determined by the Audit Committee, and appropriate corrective action will be recommended to the Board of Directors, if warranted by the investigation.

The Audit Committee has the authority to retain outside legal counsel, accountants, private investigators, or any other resource deemed necessary to conduct an

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CarSpa

Lenny Sands

Chairman, Capital Brands, LLC

Jay E. Town

Assistant District Attorney

Madison County, Alabama

of the allegations.

Acting in Good Faith: Anyone reporting a concern must act in good faith and have reasonable grounds for believing the information disclosed indicates the type of financial, accounting, or auditing misconduct described in the “Reporting Responsibility” section of this policy. Making allegations maliciously, recklessly, or with the foreknowledge that the allegations are false may result in discipline, up to and including termination of employment. Such conduct may also give rise to other actions.

Confidentiality: Reports of concerns, and investigations pertaining thereto, shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Disclosure of reports of concerns to individuals not involved in the investigation and who otherwise have no business need to know the reports may result in discipline, up to and including termination of employment. Such conduct may also give rise to other actions.