
General Duties and Privileges of Employees

STAFF RULE NO 29 – WHISTLEBLOWER REPORTING AND PROTECTION**1. Purpose**

The purpose of this Staff Rule is to (i) define the rights and responsibilities of Corporation Employees who report suspected Misconduct, including Prohibited Practices; (ii) designate reporting authorities; and (iii) define protections for Corporation Employees and other parties who engage in Protected Activity.¹

2. Definitions**2.1. Employee**

The term “Employee” for the purposes of this Staff Rule includes all categories of employees, regardless of the form of their employment contract, including complementary workforce under IDB Invest’s Complementary Workforce Guidelines.

2.2. External Party

The term “External Party” for the purposes of this Staff Rule means any non-employee party, including individuals or entities either engaged in or seeking dealings with the Corporation and their employees, agents, and representatives.

2.3. Retaliation

a) The term “Retaliation” for the purposes of this Staff Rule means any action taken or threatened against an individual to punish them for engaging in Protected Activity (as defined below). Retaliation against Employees may include but is not limited to termination, demotion, suspension, harassment, improper assignment of work outside of the corresponding position description, changes in duties, responsibilities, or working conditions, unsubstantiated adverse evaluation of performance, or determination of merit pay, the withholding of any entitlement or training, loss or reduction of benefits, adverse decisions regarding the continuity of employment (including the non-renewal of a fixed-term or other temporary contract), and any other adverse personnel action, including any such actions against others because of their association with a Whistleblower (as defined in Section 2.6 herein).

b) Retaliation against External Parties may include, but is not limited to, any adverse action in recruitment and procurement, in the award of contracts, in the administration of contracts, in evaluations of performance, and in the execution or negotiation of dealings with the Corporation. Retaliation may include threats, harassment, or intimidation to

¹ This Staff Rule should be read in conjunction with the Code of Ethics and Professional Conduct, along with its Procedures. The definitions for terms used in this Staff Rule carry the same meanings as defined in those documents. The standards for ethical conduct, duties, and loyalty to IDB Invest, as well as the requirements for reporting allegations in good faith, protections for confidential information, and the definitions of misconduct and sanctions for misconduct, also apply to the actions addressed in this Staff Rule.

prevent them from disclosing their knowledge of matters related to Prohibited Practices or cooperating with Corporation investigations.

c) The definition of Retaliation for the purposes of this Staff Rule includes actions taken, recommended, or threatened, as provided herein, even when based on a reasonable belief (including a mistaken belief) that a Protected Activity was about to occur or has occurred. Retaliation also includes actions undertaken to prevent or improperly influence a Protected Activity.

d) Retaliation does not include (i) Corporation actions that are based on the appropriate application of Corporation Staff Rules, policies, regulations, and contract terms and (ii) Corporation actions, including sanctions for Misconduct, that may be perceived by a Whistleblower as adverse but are related to or based on policy considerations, facts and circumstances other than the party's having engaged in Protected Activity.

2.4. Protected Activity

The term "Protected Activity" means (i) making a report to the appropriate authorities designated in this Staff Rule, of a suspected Misconduct, as defined in the IDB Invest Code of Ethics and Professional Conduct², Prohibited Practices in Projects of the Inter-American Investment Corporation (IIC), as defined in the Sanctions Procedures³, or of misconduct under the Code of Conduct of the Boards of Executive Directors of the Inter-American Development Bank (IDB) and IIC and of the Donors Committee of the Multilateral Investment Fund; (ii) cooperating with or assisting the Office of Ethics, Office of Institutional Integrity, Office of Executive Auditor, or any other internal or external entity in a Corporation investigation, audit or other inquiry; (iii) participating in any capacity in relation to internal formal or informal dispute resolution procedures or processes, including with the Office of Ombuds and Mediation Services, as a complainant, client, witness or advisor accompanying and/or assisting an Employee; (iv) seeking redress with respect to an administrative decision under the applicable internal Corporation dispute resolution procedures; (v) engaging in IDB Staff Association Activity⁴; or (vi) refusing to follow an order an Employee reasonably understands would violate a law, Corporation rule, policy, or regulation.

2.5. Supervisor

For the purposes of this Staff Rule, "Supervisors" are any staff member with direct reports, whether employees, consultants of all modalities, or contractors.

2.6. Whistleblower

A Whistleblower is an Employee or External Party who engages in Protected Activity.

² The IDB Invest Code of Ethics and Professional Conduct can be found [here](#).

³ The Sanctions Procedures are available at: [IDB | Sanctions System - Key Documents \(iadb.org\)](#).

⁴ IDB Staff Association Activity means the activity of an elected IDB Staff Association representative exercising their mandate under the IDB Staff Association Bylaws.

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3. Prohibition of Retaliation

3.1. Any Employee or External Party should be free to engage in Protected Activity without fear of Retaliation. Retaliation by Employees is expressly and strictly prohibited and is a form of Misconduct.

4. Reporting, Corporation Authorities, and Cooperation

4.1. All Employees are strongly encouraged to promptly report suspected Misconduct as described in the IDB Invest Code of Ethics and Professional Conduct to the Office of Ethics. IDB Invest Supervisors are required to promptly report suspected Misconduct. Additionally, all employees must promptly report suspected Prohibited Practices to the Office of Ethics (if an employee is involved) or to the Office of Institutional Integrity (if External Parties are involved).

4.2. All Employees have a duty to cooperate with Corporation investigations, audits, or other inquiries.

4.3. The Corporation's policies and contractual commitments require External Parties to report Prohibited Practices and cooperate with an investigation, audit, or other inquiry.

4.4. If an Employee considers that they are unable or unwilling to make a report to the authorities referenced in paragraph 4.1, they may also report the matter to the Chief of Finance and Administration, who, upon receipt of such report, shall promptly report the matter to the Office of Ethics if it concerns an Employee or the Office of Institutional Integrity if it concerns an External Party.

4.5 If the report concerns:

- a) The Ethics Officer or an Employee of the Office of Ethics, then the matter shall be referred to the Vice President for Human Resources and Digital Transformation, who may appoint an Alternate Ethics Officer to review such matter, as provided for under the Procedures for the Code of Ethics and Professional Conduct.
- b) The Chairperson of the Board of Executive Directors, then the matter should be referred to the authorities designated in the Bank Regulations to Review the Conduct of the President of the Bank.
- c) The Corporation's General Manager, then the matter should be referred to the Ethics Officer in accordance with the Procedures for the Code of Ethics and Professional Conduct.
- d) A member of the Board of Executive Directors, then the matter should be referred to any member of the Board's Conduct Committee, in accordance with the Operating Guidelines for such Committee.

4.6 Other IDB or Corporation authorities may also receive reports or information related to Retaliation in connection with matters related to their areas of responsibility, and it is the duty of each of these authorities to act under the policies governing their functions for addressing such matters and

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protecting confidential information. These authorities include the Employee's Supervisors (including the Division or Unit Chief), the Supervisor of the Employee against whom the allegations are made, the Human Resources Department (HRD) General Manager, the Office of the Executive Auditor, the Sanctions Officer, the Sanctions Committee, the Administrative Tribunal, the Independent Consultation and Investigation Mechanism and the Conduct Committee of the Board of Executive Directors (each with its respective jurisdiction for matters under their purview).

- 4.7 Employees have a duty to respect the due process and privacy rights of other Employees and other parties. Employees must not disseminate allegations in any form of communication to parties that are not designated authorities under this Staff Rule, except as provided in Section 6. Employees must not disseminate defamatory information. Employees who fail to comply with the requirements for reporting under this Staff Rule may not be eligible for protections afforded by this Staff Rule and may be subject to disciplinary sanction.

5. Forms of Reporting, Anonymity, and Confidentiality

5.1 The Corporation has policies governing reporting, including anonymous and confidential reporting. Employees and External Parties are encouraged to inquire and understand these policies as they may apply to the distinct Corporation authorities when acting as Whistleblowers. Any party, including an Employee, who chooses to report anonymously should endeavor to provide information concerning the basis of the allegations and sufficient detail or supporting evidence so that the matter can be reasonably considered. Insufficient information or lack of timely reporting may be the basis for not investigating a matter or taking other action.

5.2 Employees or External Parties who choose to report anonymously should keep in mind that if the Corporation does not know their identities, it will not be possible for the Corporation to provide them with the protections afforded by this Staff Rule. The Office of Ethics, the Office of Institutional Integrity, or other Employees, shall not attempt to uncover the identity of an anonymous reporter.

- 5.3 The identity of an Employee or External Party who identifies him or herself in reporting misconduct to the Office of Ethics will be confidential. Confidentiality for the purposes of this Staff Rule means that if an Employee or External Party provides their name as part of their reporting Misconduct, the Office of Ethics will not reveal their identity outside of such office except to those individuals who require knowledge of such identity in the performance of their official duties. The Office of Ethics may also reveal the identity of the party reporting Misconduct if:

- a) The Employee or External Party consents to the disclosure, or
- b) The Office of Ethics determines that
 - (i) the Employee or External Party made allegations that were knowingly false or made with reckless disregard as to whether they were true or false
 - (ii) there appears to be a risk of imminent danger or serious harm to individuals or the Corporation;
 - (iii) the Corporation is requested to disclose such information by an authority within a member government and agrees to comply with such request; or

- (iv) the Corporation otherwise has a legal obligation to disclose such information.

5.4 The identity of an External Party reporting Prohibited Practices to the Office of Institutional Integrity that has requested confidentiality – and other information that the Office of Institutional Integrity considers could reveal the identity of the External Party – will not be disclosed to third parties. The identity of such parties and such other information shall not be disclosed internally within the Corporation except to those individuals who require knowledge of such identity in the performance of their official duties.

5.5 An anonymous allegation alone will not provide a basis for disciplinary or other sanctions. An investigation should provide evidence corroborating the allegation to serve as a basis for disciplinary or other action.

6. Reporting To Authorities Outside the Corporation

6.1 The protections against Retaliation, as provided in this Staff Rule, shall also be extended to an Employee who reports suspected Misconduct, including Prohibited Practices, to an authority outside of the Corporation⁵, provided that the Employee would be able to demonstrate to the Corporation the following:

- (1) The Employee has a reasonable basis to believe that such reporting is necessary to avoid:

- (i) a significant threat to public health or safety;
 - (ii) a substantial damage to the Corporation's operations; or
 - (iii) a violation of national or international law; and

- (2) The Corporation's internal mechanisms are inadequate because:

- (i) The Employee has previously made (other than anonymously) a report regarding the same matter to the Corporation's internal mechanisms and the Bank has failed to inform such person in writing of the status of the matter within three months of filing the report; or

- (ii) The Employee has a reasonable basis to believe that it is not possible to report the suspected Misconduct, including Prohibited Practices, to any Corporation authority because the Employee would be subjected to Retaliation within the institution, or

- (iii) The Employee has a reasonable basis to believe that such reporting would create a likelihood that evidence relating to the suspected Misconduct, including Prohibited Practices, would be concealed or destroyed.

In any event, the Employee shall not accept payment or any other benefit from any party for such report, and the reporting may not violate the Corporation's obligations to protect the

⁵ An authority outside of the Corporation may include representatives of member governments, law enforcement, or other criminal or civil regulatory authorities.

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confidential information of third parties.

7. Duty to Act in Good Faith

7.1 The protections established in this Staff Rule apply to an Employee or External Party who reasonably believes that the information provided through such reporting or cooperation may be true (regardless of whether the allegations are determined to be well-founded or substantiated). An Employee or External Party who provides information known by them to be false or provides information with a reckless or negligent disregard for the truth is not protected by this Staff Rule. Employees engaging in such reporting may be investigated for misconduct and subject to sanctions.

8. Reporting of Retaliation: Protective Measures and Remedies for Employees

8.1 An Employee who engages in a Protected Activity and believes that they have been retaliated against for doing so or believes that they are experiencing Retaliation should promptly report their concerns to the Office of Ethics . The Office of Ethics will investigate such allegations and determine whether Misconduct has occurred under the IIC Procedures for the Code of Ethics and Professional Conduct. In addition, the procedures established in this Section shall also apply.

8.2 In reviewing and investigating allegations of Retaliation for engaging in Protected Activity, the Ethics Officer will assess whether the Employee engaged in Protected Activity and whether such activity reasonably appears to be a contributing factor in an adverse employment action against such Employee, including whether the person who took or threatened the adverse employment action knew or had constructive knowledge of the Protected Activity. If such a determination is made, the burden of proof shifts to the Corporation to establish by clear and convincing evidence that such action would have been taken regardless of the Protected Activity.

8.3 A Corporation Employee who has engaged in Protected Activity and believes that Retaliation has occurred or is likely to occur may request protective measures. The Ethics Officer shall review and address such requests in a reasonably expedient manner. The Ethics Officer may also act in the absence of a request by a Whistleblower to address concerns regarding potential or actual Retaliation. The Ethics Officer, in consultation with the appropriate Corporation authorities, including the Chief of Finance and Administration, shall review the underlying facts to decide whether to recommend protective measures.

8.4 The Ethics Officer shall determine whether to recommend protective measures if it finds reasonable grounds to believe that Retaliation may have occurred or will likely occur. To make such a determination, the Ethics Officer will assess whether: 1) the Employee has made a claim that, if factually correct, would constitute Retaliation or that Retaliation is likely to occur; and 2) protective measures would be reasonable and appropriate to mitigate the possibility of Retaliation or the consequences of Retaliation and to conduct an investigation.

8.5 The Ethics Officer may recommend protective measures to the Chief of Finance and Administration following discussion(s) with the relevant Employee.

Such protective measures may include:

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- a) the suspension of the effect(s) of actions alleged to be retaliatory;
- b) the reassignment of Employees (with their consent);
- c) the authorization of administrative leave; or
- d) any other actions deemed appropriate and reasonable to mitigate the possibility of Retaliation and/or the consequences of Retaliation.

8.6 The Chief of Finance and Administration shall inform the Employee in question of whether protective measures have been granted by them, including a brief reason for the decision and, if applicable, the nature and duration of the protective measures. HRD shall implement the protective measures.

8.7 The Employee who has been granted protective measures shall be informed and consulted before any changes are made to the existing protective measures prior to the Ethics Officer's determination of whether Retaliation occurred.

8.8 If the Ethics Officer determines that no Retaliation has taken place pursuant to the Procedures for the Code of Ethics and Professional Conduct, the Ethics Officer shall notify the determination to the Employee who has been granted protective measures and recommend to the Chief of Finance and Administration to take appropriate action to adjust or rescind the protective measures, as applicable.

8.9 If the Ethics Officer determines that an Employee committed an act of Retaliation pursuant to the Procedures for the Code of Ethics and Professional Conduct, the Chief of Finance and Administration shall decide upon remedial action, disciplinary sanction, and/or other measures to be taken, if any, in accordance with the Procedures for the Code of Ethics and Professional Conduct. Sanctions may include termination of Corporation employment. Remedial actions may include rescission of improperly motivated decisions or undertaking actions wrongfully withheld, or any other action to reverse, remove, or mitigate the effects of the Retaliation.

8.10 Cooperation with Corporation authorities shall not necessarily exonerate an Employee for their Misconduct; however, such cooperation shall be considered a mitigating factor in determining any disciplinary sanction, if applicable.

9. Additional Assistance for Employees

9.1 An Employee who wishes to report Misconduct may seek the advice of the Office of the Ombuds and Mediation Services (OMN). OMN is subject to strict standards of confidentiality, as established in Corporation policy. Therefore, an Employee may consider speaking to the OMN on a confidential basis. Although seeking the services of OMN is considered a Protected Activity, OMN is not a reporting authority of the Corporation and, therefore, on its own, would not satisfy the reporting obligations described in Section 4 of this Staff Rule and would not result in a referral of allegations to designated authorities.

9.2 The Staff Association may also offer Employees additional resources for advice and assistance. However, the Staff Association is not considered a reporting authority of the

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Corporation and does not represent Corporation Management. Therefore, contact with the Staff Association would not satisfy the reporting obligations described in Section 4 of this Staff Rule and would not result in the referral of allegations to designated authorities.

10. Retaliation Involving External Parties

10.1 Any party may report suspected Retaliation by an External Party against an External Party to the Office of Ethics, the Chief of Finance and Administration, or the Office of Institutional Integrity. The Office of Ethics and the Chief of Finance and Administration shall refer such allegations to the Office of Institutional Integrity.

10.2 The Office of Institutional Integrity shall consider whether such allegations potentially constitute a Prohibited Practice, such as obstruction or coercion. If there is a concern about a possible violation of national law, the Office of Institutional Integrity may refer allegations of Retaliation by subjects of an investigation to national authorities in accordance with the Sanctions Procedures. This decision will be taken following discussions with the concerned party.

10.3 If the corresponding authority establishes that an External Party under a direct contractual relationship with the Corporation has committed Retaliation, then the Corporation shall review any dealings with such party and may take action to hold the External Party accountable, as applicable. Actions may include but are not limited to terminating its dealings with such party, refraining from future dealings with such party, or exercising contractual remedies, if applicable.

10.4 Cooperation with Corporation authorities shall not necessarily exonerate an External Party for its involvement in any potential Prohibited Practice; however, such cooperation may be considered a mitigating factor in determining any sanction, if applicable.

10.5 This Staff Rule shall not obligate the Corporation to investigate any allegation concerning the actions of External Parties, serve as a basis to provide any form of protection or compensation to any party, or to create any liability for the Corporation for the actions (including alleged actions) of Employees or of External Parties that are taken without the Corporation's authorization, or serve as a basis for actions that are not otherwise expressly provided for in this Staff Rule.

10.6 The Corporation has limited capacity to provide remedies for Retaliation by External Parties. The Corporation shall not be obligated to take any exceptional measures or provide remedies unrelated to the Retaliation or that extend beyond the entitlements provided by the Corporation's contractual commitments to External Parties, including the award of further contracts or any form of monetary compensation.

10.7 The Corporation shall take reasonable steps within its capabilities to reduce the risk of Retaliation by External Parties to Whistleblowers who report potential Prohibited Practices. The Corporation's policies concerning confidentiality in accordance with section 5.4 above are an important tool to mitigate the risk of harm to external Whistleblowers from potential retaliation.

11. Referral to National Authorities

11.1 The General Manager may authorize the referral of concerns regarding the possibility of Retaliation or allegations of Retaliation to national authorities and cooperate with national authorities when there are concerns of the possible violation of national law or when otherwise determined by the Corporation to be necessary to uphold the principles of this Staff Rule.