



WHISTLEBLOWER POLICY

I. GENERAL STATEMENT OF POLICY

Florida's Blood Centers (FBC) Code of Ethics/Standards of Personal Conduct requires directors, officers, employees and other volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of FBC must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

The policy of FBC is to encourage its employees and other persons to submit to FBC and the Audit Committee of the Board of Directors any complaints regarding accounting, internal accounting controls or auditing matters, unethical behavior and any concerns regarding questionable matters involving FBC. FBC, its Board of Directors and the Audit Committee are committed to the highest possible standards of ethical, moral and business conduct and to achieve compliance with all regulations, accounting standards and internal accounting controls.

The objectives of the FBC Whistleblower Policy are to establish procedures for:

- The submission of concerns regarding questionable ethical, accounting or audit matters by employees, directors, or officers on a confidential and anonymous basis.
- The receipt, retention and treatment of complaints received by FBC.
- The protection of directors, volunteers and employees reporting concerns from retaliatory action.

II. REPORTING RESPONSIBILITY

Each director, volunteer, and employee of FBC has an obligation to report in accordance with this Policy (a) questionable or improper accounting or auditing matters, and (b) violations and suspected violations of FBC's Code of Ethics. This includes but is not limited to the following:

- Fraud or deliberate error in the preparation, evaluation, review, or audit of any financial statement by FBC
- Fraud or deliberate error in the recording and maintaining of financial records of FBC
- Misapplication of generally accepted accounting principles

- Deficiencies in or non compliance with FBC’s internal controls
- The misrepresentation of a fact or the making of a false statement to or by a senior officer, accountant or employee regarding a matter contained in financial records, financial reports or any other public document.
- Violations of FBC’s Conflict of Interest and Disclosure Policy
- Violations of FBC’s Code of Ethics/Standards of Personal Conduct.

III. AUTHORITY OF THE AUDIT COMMITTEE

All reported concerns will be forwarded to the Audit Committee in accordance with the procedures set forth herein. The Audit Committee shall be responsible for investigating, and making appropriate recommendations to the Board of Directors, with respect to all reported concerns.

IV. REPORTING COMPLAINTS AND CONCERNS

1. Any person may submit a Complaint or Concern. Knowledge or suspicion regarding accounting, internal accounting controls or auditing matters may originate from the FBC’s employees and officers carrying out their assigned duties, internal or external auditors, regulatory agencies or the FBC’s customers, vendors, agents, contractors, representatives or other third parties. Complaints and Concerns may be reported anonymously, but persons reporting Complaints and Concerns are encouraged to identify themselves and to include contact information.
2. Complaints and Concerns are encouraged to be reported in writing so as to assure a clear understanding of the issues raised. All reports submitted under this policy should be factual rather than speculative or conclusory and contain as much specific information as possible to allow for the proper assessment of the nature, extent and urgency of preliminary investigative procedures.
3. Any Complaints or Concerns should be reported to the Chairman of the Audit Committee, who is named at the bottom of this policy. Complaints and Concerns may also be reported to other members of the Audit Committee, who also are named below. All reports of Complaints and Concerns should be submitted in a sealed envelope marked “Confidential” that is addressed to the member of the Audit Committee to whom the report is being submitted. Complaints and concerns may also be submitted via a confidential internet address (report@floridasbloodcenters.org)
4. Audit Committee members who receive a Complaint or a Concern shall promptly report the Complaint or Concern to the Chairman of the Audit Committee and to the other members of the Audit Committee.
5. Any Complaint or Concern will be handled as confidentially as is reasonably possible within the needs of law or the investigation, including the need to notify the subject(s) of the investigation.

V. INVESTIGATING COMPLAINTS OR CONCERNS

1. The Audit Committee will review reports of Complaints and Concerns it receives and determine whether an investigation is justified. Unless the report of the Complaint or Concern is made anonymously, the Audit Committee may, at its discretion, notify the individual who submitted the Complaint or Concern as to whether an investigation will be conducted.
2. If the Audit Committee determines that an investigation of a Complaint or Concern is warranted, the following procedures will guide the investigation.
 - a. Based on the nature of the Complaint or Concern, the Audit Committee will conduct the investigation or will designate appropriate personnel, legal counsel, accountants or other advisors, as it determines necessary or appropriate, to lead, carry out or participate in the investigation.
 - b. Investigations may require consultation and coordination among several of the FBC's divisions, employees, inside and outside auditors and legal counsel.
 - c. All employees at FBC have a duty to cooperate with investigations initiated under this policy.

VI. ROLES, RIGHTS AND RESPONSIBILITIES OF PERSONS SUBMITTING COMPLAINTS OR CONCERNS, INVESTIGATION PARTICIPANTS, SUBJECTS AND INVESTIGATORS

Persons Submitting Complaints or Concerns

1. The motivation of persons submitting Complaints or Concerns under this policy is irrelevant to the consideration of the validity of the Complaints and Concerns. However, the intentional submission of a false Complaint or Concern may itself be considered an act which FBC, the Audit Committee or the Board of Directors has a right to act upon.
2. Persons submitting Complaints or Concerns under this policy have a responsibility to be candid with the members of the Audit Committee and Board of Directors, investigators or others to whom they report a Complaint or Concern and shall set forth all known information regarding the Complaint or Concern. Persons submitting a Complaint or Concern under this policy should be prepared to be interviewed by those investigating the Complaint or Concern.
3. Persons who anonymously submit Complaints and Concerns under this policy must provide sufficient corroborating evidence to justify the commencement of an investigation.
4. Persons submitting Complaints or Concerns under this policy are "reporting parties," not investigators. They are not to act on their own in conducting any investigative activities, nor do they have any right to participate in any investigative activities other than as expressly requested by investigators.
5. Protection of the identity of a person submitting a Complaint or Concern under this policy will be maintained to the extent reasonably possible within the needs of law or the investigation.

6. The right of a person submitting a Complaint or Concern under this policy to protection from retaliation does not extend immunity for any complicity in the matters that are the subject of the Complaint or Concern or an ensuing investigation.
7. The Audit Committee may, in its discretion, inform persons submitting Complaints or Concerns under this policy of the disposition of their disclosure.

Investigation Participants

1. FBC's employees who are interviewed, asked to provide information or otherwise participate in an investigation have a duty to fully cooperate with the Audit Committee's authorized investigators.
2. Participants shall not discuss or disclose the investigation or their testimony with anyone not connected to the investigation. In addition, participants shall not discuss the investigation with the investigation subject, including the nature of evidence requested or provided or testimony given to investigators unless agreed to in advance by the Audit Committee.
3. Requests for confidentiality by participants will be honored to the extent reasonably possible within the needs of law or the investigation.
4. Participants are entitled to protection from retaliation for having participated in an investigation.

Investigation Subjects

1. An investigation subject is a person who is the focus of investigative fact-finding either by virtue of a Complaint or Concern submitted under this policy or evidence gathered during the course of an investigation. The decision to conduct an investigation is not an accusation; it is to be treated as a neutral fact-finding process.
2. The identity of an investigation subject will be maintained in confidence to the extent reasonably possible given the needs of law or the investigation.
3. In the discretion of the Audit Committee, subjects may be informed of the Complaint or Concern at the outset of a formal investigation and may have opportunities for input during the investigation.
4. Subjects have a duty to cooperate with investigators to the extent that their cooperation will not compromise self-incrimination protections under state or federal law.
5. Subjects have a right to consult with their own advisor or advisors of their choice at their cost. This may involve representation, including legal representation. Subjects are free at any time at their own cost to retain their own legal counsel (which cannot be legal counsel to FBC) and any other advisors to represent them with regard to the investigation.
6. Subjects have a responsibility not to interfere with the investigation and to adhere to admonitions from investigators in this regard. Subjects shall not, directly or

indirectly, withhold, destroy or tamper with evidence or influence, coach or intimidate witnesses.

Investigators

1. Investigators are those persons authorized by the Audit Committee to conduct fact-finding and analysis related to Complaints and Concerns submitted under this policy.
2. Investigators shall be competent in the area under investigation. The Audit Committee may retain and consult technical and other resources, as it deems necessary or appropriate to conduct the investigation.
3. All investigators shall be independent and unbiased both in fact and appearance.

VII. NO RETALIATION FOR SUBMITTING COMPLAINTS OR CONCERNS, PROVIDING INFORMATION OR PARTICIPATING IN INVESTIGATION

1. This Whistleblower Policy is intended to encourage and enable directors, volunteers, and employees to raise Concerns within FBC for investigation and appropriate action. With this goal in mind, no director, volunteer, or employee who, in good faith, reports a Concern shall be subject to retaliation or, in the case of an employee, adverse employment consequences. Moreover, a volunteer or employee who retaliates against someone who has reported a Concern in good faith is subject to discipline up to and including dismissal from the volunteer position or termination of employment.
2. An employee who knowingly submits a false Complaint or Concern may be subject to discipline, including termination of employment.
3. Claims of acts of retaliation regarding this policy should be reported to the Chairman of the Audit Committee.

VIII. RETENTION OF COMPLAINTS AND CONCERNS AND RELATED DOCUMENTS

1. FBC shall retain for a minimum of four (4) years all Complaints and Concerns submitted under this policy along with the results of any investigations and documents relating thereto.

IX. AMENDMENT AND INTERPRETATION OF POLICY

1. The Audit Committee has the right to make any changes to this policy at any time without any notice. As new laws and regulations may be adopted after the date of this policy or new circumstances that have not been anticipated may arise, the Audit Committee may vary from this policy as and when, in its opinion, the circumstances require.

2. The Audit Committee has the sole power and discretion to interpret and apply this policy. This policy is not a contract and should not be interpreted as creating a contract. All employees are employees-at-will.

Approved By the Audit Committee:

As reflected in meeting minutes, the Policy was approved by Florida's Blood Centers, Inc.'s (FBC) Audit Committee members C. Bradford Richmond, Chairman, Jane Garrard, Bernhard Neumann and Sanford Shugart on October 27, 2005; and by FBC's Board of Directors on November 16, 2005.

Reports of Complaints and Concerns should be delivered to the Audit Committee Chair:

**Olga M. Calvet
2203 Snow Road
Orlando, FL 32814**