WHISTLEBLOWER POLICY
Current Version - January 2017

The VLP Code of Ethics ("Code") and By-Laws require directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All VLP employees must practice honesty and integrity in fulfilling their responsibilities and complying with all applicable laws and regulations. The VLP Managing Attorney will administer this policy and he/she will report directly to the Board Grievance Committee concerning all matters under this policy.

It is the responsibility of all directors, officers and employees to comply with the Code and By-Laws and to report violations or suspected violations in accordance with this Whistleblower Policy. This policy will be distributed to all directors, officers, employees and volunteers who provide substantial services to VLP.

No director, officer, employee or volunteer who in good faith reports: (1) a violation of the Code; (2) any action or suspected action taken by or within VLP that is illegal, fraudulent, or in violation of any adopted policy of VLP, shall suffer intimidation, harassment, discrimination, retaliation or other adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within VLP prior to seeking resolution outside VLP.

The Code addresses VLP's open door policy and suggests that employees share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, an employee's supervisor is in the best position to address an area of concern. However, if you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor's response, you are encouraged to speak with the Managing Attorney, or anyone in management whom you are comfortable in approaching. Supervisors and managers are required to report suspected violations of the Code of Conduct to the Managing Attorney or to the Chairman of the Board of Directors Grievance Committee ("Grievance Committee Chairman"), who has specific responsibility to investigate all reported violations. For suspected fraud, or when you are not satisfied or uncomfortable with following VLP's open door policy, individuals should contact the Managing Attorney or Grievance Committee Chairman. The Grievance Committee shall be comprised solely of independent directors of VLP. Management shall report to the Grievance Committee Chairman all allegations made which are covered under this Whistleblower Policy.

The audit committee of the board of directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Managing Attorney shall administer this policy and he/she or Grievance Committee Chairman shall immediately notify the audit committee of any such complaint and work with the committee until the matter is resolved.

Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. 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 offence.

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

The Managing Attorney or Grievance Committee Chairman will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.