

Whistleblower Policy of DonorsChoose.org

General

DonorsChoose.org requires its directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities relating to its operation. All directors, officers and employees of DonorsChoose.org must practice honesty and integrity in fulfilling all responsibilities and comply with all applicable laws and regulations.

The Whistleblower Policy contained herein (hereinafter this “Whistleblower Policy”) is not intended to be a vehicle for reporting such matters as (i) violations of DonorsChoose.org’s applicable human resources policies, (ii) problems with colleagues, or (iii) issues related to alleged employment discrimination or sexual or any other form of unlawful harassment. Such violations or matters are to be separately addressed as outlined in the DonorsChoose.org Employment Handbook.

Reporting Responsibility

It is the responsibility of all directors, officers and employees to report violations or suspected violations of high business and personal ethical standards in accordance with this Whistleblower Policy. All directors, officers and employees should report, in good faith, any action or suspected action taken by or within DonorsChoose.org that is illegal, fraudulent or in violation of any adopted policy of DonorsChoose.org (hereinafter a “Violation” or “Violations”). Violations include, but are not limited to, suspected fraud, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, misuse of assets or suspected regulatory, compliance, and ethics-related issues, concerns or violations.

No Retaliation

No director, officer or employee who in good faith reports a Violation shall suffer intimidation, harassment, discrimination, or other retaliation or, in the case of employees, adverse employment consequences. A director, officer or employee who retaliates against someone who has reported a Violation in good faith is subject to discipline up to and including termination of employment and/or removal from office. This Whistleblower Policy is intended to protect from retaliation persons who report suspected improper conduct and to encourage and enable directors, officers and employees to raise concerns relating to Violations within DonorsChoose.org prior to seeking resolution outside DonorsChoose.org.

Reporting Violations

Questions, concerns, suggestions or complaints regarding a Violation can be addressed directly to the Chairman of the Board or to the Vice Chairman of the Board. The purpose

of including the Chairman and Vice Chairman is that if the issue of concern involves the Chairman of the Board, the Vice Chairman of the Board is available to learn of the concern and to take the required actions. Employees are also encouraged to speak with their supervisor(s) to address an area of concern, or anyone in the management of DonorsChoose.org whom they are comfortable approaching.

Chairman or Vice Chairman of the Board

The Chairman or Vice Chairman of the Board shall be responsible for investigating and resolving all reported complaints and allegations concerning Violations and the ethical and legal standards noted above and shall advise the Finance & Audit Committee and, if she/he deems it appropriate, the Executive Director, of all such complaints and allegations. The Chair of the Finance & Audit Committee shall be required to report to the Board of Directors at least annually regarding such complaints and allegations.

Accounting and Auditing Matters

The Finance & Audit Committee shall address all reported concerns or complaints regarding corporate accounting practices, tax compliance, internal controls or auditing brought to its attention. The Chairman or Vice Chairman of the Board shall immediately notify the Finance & Audit Committee of any such complaint and work with the Finance & Audit Committee until the matter is resolved.

Acting in Good Faith

Anyone reporting a complaint concerning a Violation must act in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the ethical and legal standards noted above. Any allegations that prove not to be substantiated and prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Confidentiality

Violations may be submitted on a confidential basis by the individual or may be submitted anonymously. Reports of Violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation and corrective action (if appropriate).

Handling of Reported Violations

The Chairman or Vice Chairman of the Board will notify the sender and acknowledge receipt of the reported Violation (where not made anonymously) within five business days of actual receipt. All reports will be promptly investigated and appropriate corrective action will be taken (if warranted by the investigation).

Distribution of Policy

A copy of this Whistleblower Policy shall be distributed to all directors, officers and employees who provide substantial services to DonorsChoose.org.

Chairman of the Board: Peter Bloom (Phone: redacted from website version)

Vice Chairman of the Board: Theresia Gouw (Phone: redacted from website version)

Approved by the Board of Directors on June 5, 2014.