

Whistleblower Policy

Policy Level:	1	Responsible:
Effective Date:	February 2006	PMI General Counsel
		Accountable:
Last Update:	March 2026	PMI Board of Directors

Table of Contents

1. Purpose	2
2. Policy Statement.....	2
3. Investigation	4
4. Reporting and Monitoring.....	5
5. Policy Distribution	6
6. Related Documents	6
7. Review and Revision History	6
8. Glossary	8

Whistleblower Policy	Last Updated: March 2026	Policy Level: 1
----------------------	--------------------------	-----------------

1. Purpose

Project Management Institute (PMI), “the Institute,” is committed to lawful and ethical behavior in all of its activities and expects all of its employees and volunteers to conduct themselves in a manner that complies with all applicable laws and policies. Each employee and volunteer is obligated to ensure that all Institute policies are fully observed by all employees and volunteers who are involved in PMI’s activities. PMI takes allegations of observed or suspected violations of company policy seriously and conducts prompt investigations.

The purpose of the Whistleblower Policy is to ensure employees and volunteers understand their responsibility for reporting, in good faith, policy violations, illegal activities or any activity that could compromise the reputation of the Institute. Additionally, employees and volunteers should understand that retaliation against those reporting in good faith will absolutely not be tolerated. This policy applies to the Institute and its subsidiaries and all of their respective employees and volunteers.

2. Policy Statement

2.1. Reporting Concerns

As we are all stewards of PMI’s values and culture, it is the responsibility of employees and volunteers to comply with the PMI Code of Conduct and to report violations or suspected violations in accordance with this policy. An employee or volunteer who has a good faith concern regarding the legality or propriety of any action contemplated to be taken or taken by the Institute, another employee of the Institute or a volunteer performing work on behalf of the Institute or a good faith belief that action needs to be taken in order for the Institute to be in compliance with laws, policies or ethical standards, should promptly advise the Institute as set forth in this policy.

Employees and volunteers should share their questions, concerns, suggestions, or complaints with someone who can address them properly. With respect to employees, in most cases, an employee’s supervisor is in the best position to address an area of concern.

With respect to volunteers, concerns may be raised to a Global Volunteer, to any Volunteer Engagement Liaison or Volunteer Engagement Advisor, or to any member of the PMI volunteer support team. However, if the employee or volunteer is not comfortable speaking with the above-referenced individuals or is not satisfied with the response, they are encouraged to contact one of the following:

Whistleblower Policy	Last Updated: March 2026	Policy Level: 1
----------------------	--------------------------	-----------------

- Global Talent Department GlobalTalent@pmi.org
- Vice President and General Counsel or any attorney in the Legal Department Legal@pmi.org
- Manager, Global Compliance Compliance@pmi.org
- PMI Board of Directors Chair <https://www.pmi.org/about/board-of-directors>

PMI Whistleblower Hotline for Employees and Volunteers. Employees and volunteers may also report a complaint on a confidential and anonymous basis through the PMI Whistleblower Hotline. Access to the Whistleblower Hotline phone numbers and webform can be found at the following link:

<https://secure.ethicspoint.com/domain/media/en/gui/57228/index.html>.

2.2. No Retaliation Related to Good Faith Complaints

It is contrary to the values and culture of the Institute for there to be any retaliation against anyone for making a good faith report under this policy. The Institute will not discharge, threaten or discriminate against an employee or volunteer in any manner for his or her reporting in good faith what he or she perceives to be a wrong-doing, violation, of law or policy, or other unethical or illegal conduct. The Institute will impose disciplinary measures, up to and including termination of employment and/or cancellation PMI membership, as well as other potential sanctions, against anyone who threatens or retaliates against an employee or volunteer who makes such a good faith report.

2.3. Illustrative Types of Concerns

The following is a non-exhaustive list of the kinds of improprieties that should be reported as complaints under this Whistleblower Policy:

- Supplying false or misleading information on the Institute's financial or other public documents including its tax return (Form 990);
- Providing false information to or withholding material information from the Institute's auditors or Board of Directors;
- Embezzlement, self-dealing, private inurement (i.e., Institute earnings inuring to the benefit of an individual) and private benefit (i.e., Institute assets being used for personal gain or benefit);

Whistleblower Policy	Last Updated: March 2026	Policy Level: 1
----------------------	--------------------------	-----------------

- Violations of the Code of Conduct or any supporting policies, including but not limited to the Anti-Corruption Policy, Conflicts of Interest Policy, Confidentiality Policy or Gifts Policy;
- Approving or submitting payment for services or goods that are not rendered or delivered;
- Any wrongdoing that constitutes a violation which is not of a merely technical or minimal nature of a Federal or State statute or regulation, of a political subdivision ordinance or regulation or of a code of conduct or ethics designed to protect the interest of the public or the employer;
- Conduct that result in substantial abuse, misuse, destruction or loss of funds or resources;
- Facilitating or concealing any of the above or similar actions.
- Inappropriate handling/misappropriation of any of the Institute’s intellectual property;
- Interference/misconduct with respect to the fair and equitable process of examination development or administration;

The Institute reserves the right to amend and/or supplement this policy at any time.

2.4. Tracking of Whistleblower Complaints

Whistleblower complaints received under this policy meeting the criteria from Section 2.3 above should be recorded in the case management system for tracking and monitoring. Complaints reported through the PMI Whistleblower Hotline are automatically logged into the case management system. Supervisors, managers, volunteers, and any of the individuals listed in Section 2.2 as proposed contacts for receiving whistleblower reports should either (1) recommend that the complaint be reported through the Whistleblower Hotline, or (2) escalate the report to Legal or Compliance as appropriate to ensure the report is captured in the case management system.

3. Investigation

The Institute will investigate reports under this policy with care. The Institute’s interest in being thorough in its investigation means that it cannot promise complete confidentiality, but it will act discretely and with such confidentiality as is reasonably practicable. The complainant shall also treat the investigation as confidential and not disclose it apart from the processes stated herein.

Whistleblower Policy	Last Updated: March 2026	Policy Level: 1
----------------------	--------------------------	-----------------

Investigations under this Whistleblower Policy are primarily the responsibility of the General Counsel who will assign investigations as deemed appropriate. The extent of investigation and action taken will, of course, be dependent on the nature of the concern and specific facts and circumstances of the case. Some concerns may be resolved without the need for further investigation. If a more extensive investigation is deemed appropriate, the Institute will follow necessary investigation procedures. Outside resources may be employed as determined by the General Counsel to ensure that there is no appearance of a conflict of interest or a lack of fair dealing.

A written report, from the General Counsel, including recommendations, will be submitted, as appropriate, at the conclusion of a Significant Investigation, to the President and Chief Executive Officer, the Board Chair, and the Chair of the Board's Audit and Risk Committee.

Notwithstanding this section or any other section of this Whistleblower Policy, to the extent that the General Counsel is the subject of any complaint received under this Whistleblower Policy, the complaint should be reported to the Chief Executive Officer and the PMI Board of Directors Chair, who will investigate the complaint, utilizing outside resources if deemed appropriate.

4. Reporting and Monitoring

If a whistleblower complaint involves any of the following: (1) a PMI Board member, (2) the Chief Executive Officer, (3) a member of the Executive Leadership Team, or (4) a Material Financial Matter, the General Counsel will send a written notification to the Board Chair and the Chair of the Board's Audit Committee within thirty (30) days of logging the whistleblower complaint in the case management system.

Notice will not be provided under this policy to any individual who is the subject of the complaint, but instead will be provided to an appropriate Board member.

The Chief Executive Officer will also receive a notification about a whistleblower complaint involving a member of the Executive Leadership Team or a Material Financial Matter within 30 days of logging the whistleblower complaint in the case management system.

The foregoing notifications will include the date, category of complaint and status of investigation, but will not disclose the name or position of an individual to preserve privacy prior to substantiation of a report.

A written report from the General Counsel stating the number and nature of all complaints received and logged under this Policy, the open and close dates, and the status of each complaint will or be submitted to the Chair of the Board's Audit

Whistleblower Policy	Last Updated: March 2026	Policy Level: 1
----------------------	--------------------------	-----------------

and Risk Committee and the Chief Executive Officer quarterly. Additionally, the General Counsel shall provide an annual report to the entire PMI Board containing a summary of the quarterly status reports, and the annual report will be archived on a platform accessible to the Board.

5. Policy Distribution

Employees will be required to acknowledge this policy upon hire. Volunteers shall be made aware of this policy on PMI’s publicly available website under governance documents and PMInsight.

Significant changes to the policy will be communicated through the policy management system or PMI’s publicly available website under PMInsight.

- President and CEO
- Vice President, General Counsel and Corporate Secretary
- All PMI employees
- All PMI volunteers
- All PMI subsidiaries

External:

- PMI Board of Directors
- Audit and Risk Committee (ARC) Chair

6. Related Documents

Related procedures, forms, and other support documents enforce, maintain, and verify policy compliance. These procedures and forms support this policy:

Document Name	Document Type
Internal Investigations Procedure	L3 Procedure

7. Review and Revision History

Changes to this policy are made as necessary under the direction of the preparers and approvers. The change log describes new topics and other changes.

Whistleblower Policy	Last Updated: March 2026	Policy Level: 1
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Action	Action Date	Changes Made
Creation	February 2006	
Revision	January 2010	Updated to new template
Revision	March 2016	“Monitoring” section added to the Policy.
Revision	November 2018	Audit and Performance Oversight Committee changed to Audit Committee
Revision	May 2019	Option to report anonymously added to Section 2.1.
Update	December 2020	Updated PMI Brand logo, headers and footers.
Update	January 22, 2022	Board approved changing the Policy to a Level 1. Corresponding change made in the Header.
Update	June 2022	Change to Level 1 Policy; deleted reference to Pennsylvania law; updated purpose; adjusted escalation protocol; added tracking in case management system; added notification to the Audit Committee Chair and CEO.
Update	March 2026	<p>Included Board chair within the policy and notification process.</p> <p>Update naming of Audit Committee to Audit and Risk Committee. Modifications clarifying reporting processes, edits to make it more clear that this policy applies to volunteers as well as employees, other edits to make the policy more clear.</p> <p>Added provision on dealing with complaints related to the General Counsel.</p>

Whistleblower Policy	Last Updated: March 2026	Policy Level: 1
----------------------	--------------------------	-----------------

8. Glossary

This policy uses the following specific terms, acronyms, and abbreviations:

Term	Definition
ARC	Audit and Risk Committee of the Board of Directors
Global Volunteer	Any PMI member listed in the Global Volunteer Directory.
Good Faith	A report of conduct defined herein as wrongdoing or other concern covered by this policy, which is made without malice or consideration of personal benefit, and which the person making the report has reasonable cause to believe is true.
Material Financial Matter	Matters where the risk to PMI involves more than 5 percent of the organization's pre-tax revenue.
Significant Investigation	Any substantiated investigation deemed to be more extensive and thus warranting the employment of outside resources, or any substantiated investigation that is deemed by the Vice President and General Counsel as requiring extensive or special internal resources.