



THE INSTITUTION OF ENGINEERS OF KENYA

COUNCIL CHARTER

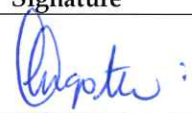

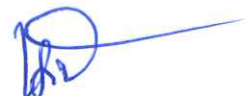
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INTRODUCTION

The Council Charter is the key corporate governance policy document, which defines the respective roles, responsibilities and authorities of the Council and Management in setting the direction, the management and the control of Institution.

The principles and member obligations of the Council Charter apply to all members of Council and all the Committees duly established by Council.

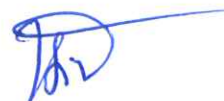
POWERS OF THE COUNCIL

The source of legal responsibility of council members is the AGM, IEK Constitution, Bylaws and Policies.

The IEK Constitution

The powers of the Council are set out in the IEK Constitution, and provide that in particular the Council has the power:

- (i) To manage the property and affairs of the Institution, and may exercise all such powers of the Institution as are not required by the Bye-Laws to be exercised by a General Meeting of the Institution;
- (ii) To appoint or dissolve committees chosen from their own body and where special circumstances prevail may include therein one or more members of the Institution;
- (iii) To appoint representatives for such purposes and with such powers as the Council may determine;
- (iv) To set up Branches and Chapters of the Institution in Kenya as approved by the Annual General Meeting of the Institution;
- (v) To elect candidates for membership in any class and the transfer of members from one-class to another;
- (vi) To set the Annual Subscription from time to time as approved at the Annual General Meeting of the Institution;
- (vii) To institute penalties for breach of a member of the professional code of conduct;
- (viii) To convene Annual General Meetings, Special General Meetings and ordinary meetings;
- (ix) To appoint scrutineers to oversee the elections of the council;
- (x) To establish a Secretariat to carry out such executive functions as are necessary to allow the Council to discharge its administrative responsibilities;
- (xi) To appoint an Executive Officer who shall hold office under the direction of the Council and who shall perform such duties as the Council may set forth in the terms of their appointment.



STATEMENT ON GOOD GOVERNANCE

The Institution has adopted high standards and applies strict rules of conduct, based on the best corporate practices. As part of this commitment, the Council adheres to good corporate governance by embracing the following principles:

- (i) To observe high standards of ethical and moral behaviour;
- (ii) To act in the best interests of the Institution;
- (iii) To remunerate and promote fairly and responsibly;
- (iv) To recognize the legitimate interests of all stakeholders; and
- (v) To ensure that the Institution acts as a good corporate citizen.

In general Council members shall act in the best interest of the Institution and uphold their fiduciary responsibilities and duty of care. This involves not disclosing confidential information, avoiding real and perceived conflicts of interest, and favouring the interests of the institution over other interests. They will act honestly and in good faith so as to create a culture built on principles of integrity, accountability and transparency.

GUIDING PRINCIPLES

The Council shall respect the values, principles and the requirements of the constitution including:

- (i) The national values and principles provided for under Article 10 of the CoK;
- (ii) The rights and fundamental freedoms provided for under Chapter Four of the CoK;
- (iii) The responsibilities of leadership provided for under Article 73 of the CoK;
- (iv) The educational, ethical and moral requirements in accordance with Article 99 (1) (b) and 93 (1)(b) of the CoK;
- (v) The values and principles of Public Service as provided for under Article 232 of the CoK.

COUNCIL COMPOSITION

The IEK Constitution states that the Council, which is elected by members, is the governing body of the Institution. The functions of the Council are set out in Section 10 of the Constitution.



The Council is expected to provide strategic direction, exercise control and remain accountable through effective leadership, enterprise, integrity and good judgment. It should be diverse in its composition, independent but flexible, pragmatic, objective and focused on balanced and sustainable performance of the organization.

Size of the Council

The Council shall consist of the following:

1. The President
2. 1st Vice- President
3. 2nd Vice President
4. The Hon. Treasurer
5. The Hon. Secretary
6. The Chairpersons of the Branches
7. Six Ordinary Members, all of whom shall be Corporate Members of the Institution.
8. The Immediate Past President shall be the surviving member who last held such office and who is willing to serve on the Council
9. The Council may, at their discretion, co-opt not more than two additional members and will ensure that they represent the broad categories of engineering interests within the Institution.

The Council should ensure that:

- (i) Its composition complies with requirements in the IEK Constitution, bylaws and policies;
- (ii) Its members can act independently;
- (iii) Each Council member understands the broad outline of the institution's policies;
- (iv) Each Council member is in good standing professionally and has sufficient expertise to perform his or her role as a Council member; and

The Council will, and taking into consideration the nature of the institution's mandate, prepares its profile including size, composition and members' expertise for stakeholder information.

INDEPENDENCE OF COUNCIL MEMBERS

All Council members owe their duties to the Institution.



TERM LIMITS

All Council members shall hold office for a period not exceeding two (2) years, and are eligible for reappointment for a term not exceeding two (2) years except for the President, who will not be eligible for re-election upon expiry of his or her term.

RESIGNATION FROM THE COUNCIL

A Council member may resign at any time by giving notice, in writing, to the President, and copied to the Honorary Secretary of the Institution.

The resignation shall take effect upon receipt of notice by the President or at any later time specified therein; and unless otherwise specified in the notice, the acceptance of such resignation shall not be necessary to make it effective.

SUCCESSION MANAGEMENT

The succession plan should include the following stages;

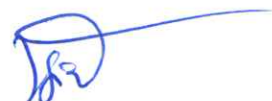
- Outgoing and incoming council to hold a joint meeting.
- Also hold a joint induction session at the start of the new council term.
- Change of bank signatories
- Send out notification to stakeholders of incoming council members
- Prepare certificate of service for outgoing council members

PRESIDENT

The President shall preside at all meetings of the Council and meetings of the Institution at which he is present. The President is primarily responsible for the activities of the Council and its committees. The role of the President includes approving the agenda for council meetings, chairing the meetings and ensuring that a record of proceedings of all council activities is kept. The President should act as the spokesperson for the Institution.

The President ensures that:

- (i) The Council satisfies its duties and responsibilities;
- (ii) Council members when appointed participate in an induction programme and are thereafter continually developed based on identified development needs;
- (iii) Council members receive all information required for them to perform their duties;
- (iv) The Council develops and adheres to an annual work plan;



- (v) The Council has sufficient time for consultation and decision-making;
- (vi) The Council constitutes committees and that the committees function properly;
- (vii) The performance of the Council, Council members, the CEO and the Institution Hon. Secretary is evaluated annually;
- (viii) Problems relating to the performance of individual Council members are addressed;
- (ix) Internal disputes and conflicts of interest concerning individual Council members are addressed.

HONORARY SECRETARY

The Principle duties of Honorary Secretary are:

- (i) To conduct the correspondence of the Institution;
- (ii) To attend all meetings of the Institution, and of the Council, and of Committees of the Council;
- (iii) To read all minutes and communications that may be ordered to be read; and to superintend the publication of such papers and publications as the Council may direct.
- (iv) He or She shall also engage, subject to the approval of the Council, and be responsible for all persons employed as servants of the Institution.
- (v) He or she shall conduct the ordinary business of the Institution in accordance with the Constitution and Bye-Laws and the directions of the Council and shall refer to the President or senior Vice-President available any matters of importance or difficulty requiring urgent decisions.

HONORARY TREASURER

The Honorary Treasurer shall be responsible to the Council on matters of

- (i) Collection of subscriptions, entrance fees and any other monies due to the Institution.
- (ii) In collaboration with accountant prepare and pay accounts of expenditure, to administer the funds of the Institution in accordance with the directions of the Council.
- (iii) To present the audited accounts to the Council for inspection and approval.



CHIEF EXECUTIVE OFFICER

The CEO is an *ex-officio* Council member with no voting rights. The CEO and the Council play separate and distinct roles but work together to achieve organizational goals.

The Council is responsible for appointing the CEO, through a competitive process, and for removing them. The council should also assist the CEO in selecting the management team and put in place a succession plan for both the CEO and the team.

The CEO is responsible for overseeing the execution of the council's directions and policies to ensure desirable outcomes. The CEO therefore serves as the link between the Council and the secretariat. The Council should provide the CEO with:

- (i) Defined performance goals and authority levels;
- (ii) An attractive remuneration package;
- (iii) Regular formal performance review feedback;
- (iv) Constructive informal feedback on job performance;
- (v) Reward for exceptional performance; and
- (vi) Prompt response to request for guidance or assistance.

The CEO should:

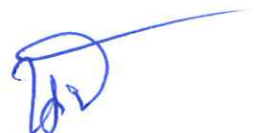
- (i) Demonstrate commitment to the IEK's vision, mission, core values and
- (ii) mandate;
- (iii) Achieve set performance objectives and targets;
- (iv) Put in place effective administrative structures, processes and systems;
- (v) Provide regular, thorough and prompt communication to the council on key technical,
- (vi) financial and administrative matters;
- (vii) Effectively represent IEK to stakeholders and enhance its public image; and
- (viii) Promptly respond to Board member's requests for information.

RELATIONSHIP BETWEEN COUNCIL AND secretariat

The Council and Management should execute their mandate in an environment of mutual trust and respect having regard to the principles of good governance. In this regard, the Council shall provide clear and distinct lines of responsibility and accountability, and maintain effective channels of communication.

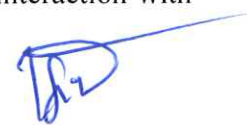
COMMITTEES OF THE COUNCIL

The Council is the principal governing body of IEK and exercises general oversight over the institution and its affairs. The Council operates through various committees and sub-committees; some permanent and others ad-hoc.



The Council's operations and performance is guided by a Council Plan which provides targets for achievement by the council in order to effectively execute its mandates. The Council has established nine committees to assist in deliberations and finalization of various matters as follows; -

- I. **Executive Committee-** The executive committee shall manage the affairs and property of the IEK consistent with the IEK's Constitution, Vision, Mission and Guiding Principles. The Committee will provide strategic leadership, stewardship and assurance, oversee operations of the secretariat and committees, undertake finance and investments and stakeholder management, and carry out nominations.
- II. **Membership Committee-** promotes growth in membership of all classes, ensure membership admission standards are maintained and to oversee membership application processes of the Institution.
- III. **Capacity building and mentorship Committee-** The overall purpose of the IEK Capacity Building and Mentorship Committee (CBMC) is to develop and implement professional development and mentorship programs that are specifically formulated to continuously improve the competence of all segments of Engineers in the country. It will promote a culture of lifelong learning and exchange of knowledge among the engineering fraternity and all members.
- IV. **Policy research and advocacy Committee-** coordinate the institution's public policy research and advocacy activities affecting the engineering profession, foster good working relations with relevant government arms and collaborate with allied organizations on matters of mutual interest. Also coordinate IEK publicity function.
- V. **Alternative Dispute and Resolution Committee-** the Committee reviews, and as appropriate, acts on behalf of the Council; or makes recommendations to the Council concerning dispute resolution and discipline issues pertaining to professional conduct and ethics of Engineers. Alternative Dispute Resolution Mechanisms include Conciliation, Mediation, Expert determination and Arbitration.
- VI. **Events and conference committee-** Organize functions/ events for networking on emerging issues through having social events such as the President's dinner and conferences.
- VII. **Welfare committee-** To promote the welfare, diversity and inclusion of membership of all classes, ensure needs of all members are catered for regardless of their race, gender or creed. All IEK activities and campaigns should be inclusive and representing the diversity of the membership and the engineering profession.
- VIII. **Outreach Services-** To enhance IEK visibility 'Mashinani' and bring on board those engineers who are not members of IEK by coordinating branch operations, provide industry linkages and provide a platform for interaction with the Kenyan engineers in the diaspora.



IX. Governance, Risk and Audit- Oversee and advice on IEK's governance, internal audit, external audit, and financial controls. Assess such risks as the IEK may be exposed to, and propose the measures taken to mitigate those risks. Carry out due-diligence function for the IEK, related to the healthy development and operation of the council and performance of the individual board members.

COUNCIL AND COMMITTEE MEETINGS

The Executive and Membership committees shall meet monthly while all other committees shall be required to meet at least once each quarter. The Council shall receive reports from the committees as per the approved Council Plan.

Schedule of reports submission to council

The Executive Committee and Membership committee will submit monthly reports while all other Committees shall submit quarterly reports as per the Council Plan. All committees should submit their reports to the CEO for inclusion in the Agenda at least seven (7) days before the Council meeting.

NOTICE AND AGENDA OF MEETINGS

At least fourteen days' notice by electronic mail or in writing shall normally be given of each meeting of the Council and the nature of the business to be considered thereat shall be stated in the notice.

Venue of Meetings

Meetings of the Institution shall be held at such places and at such times as the Council may appoint.

Attendance of meetings

At every meeting of the Council, seven (7) members entitled to vote shall constitute a quorum, and all matters shall be decided by a majority, except as otherwise herein provided for.

Procedure of meetings

a) CHAIRING OF MEETINGS

The President shall preside at all meetings of the Council and meetings of the Institution at which he is present; in the absence of the President, one of the Vice-Presidents or, if none is present, any member of the Council present shall preside.



b) PROTOCOL OF COUNCIL MEETINGS

The President, having ensured that the meeting is properly constituted, will also ensure that at an appropriate time during the meeting, the minutes of the previous meeting are confirmed and matters arising therefrom handled.

A special meeting of the Council will not discuss any matter other than that specified in the agenda.

c) DECISION MAKING

The council members, with the guidance of the President, should work towards unanimous adoption of resolutions. However, Council members are entitled to voice dissenting opinions and have these recorded in the minutes when unanimity cannot be reached.

Resolutions of the Council will be made at Council meetings or approved in writing by circulation, provided that in respect to the latter the proposed resolution is submitted to all Council members and none of them objects to this form of adoption. All Council members shall effect approval of resolutions by circulation in writing. Objection to this method of adoption or to the proposed resolution should also be in writing.

(d) RESOLUTIONS AND MINUTES

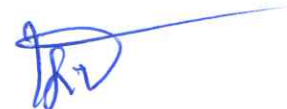
Minutes must be drawn up for every council and committee meeting with resolutions highlighted therein. The minutes should be circulated to the council members as soon as possible after the meeting. Upon confirmation, the minutes should be signed by the President and added to the records of the organization. Substantial corrections to previous minutes will be recorded in the minutes of the meeting where the corrections are made and adopted by the Council members. Urgent resolutions may be drawn up and signed immediately in the relevant meeting.

(e) IMPLEMENTATION OF RESOLUTIONS

Generally, the Council delegates to the CEO responsibility to implement the resolutions of the Council. The Council is responsible for monitoring the implementation of the resolutions.

(f) LIABILITY OF COUNCIL MEMBERS

A Council member shall not be liable for any act done in good faith in carrying out duties and responsibilities in the organization. However, there is no limitation of liability for negligence or breach of the member's duty of care to the organization or its stakeholders, or for acts or omissions not in good faith, or which involve intentional misconduct or violation of the law.



CONFLICT OF INTEREST

A conflict of interest may arise where a Council member or close family member such as a spouse, child, parent or sibling has private interests that could improperly influence the performance of the Council member's official duties and responsibilities. Conflict may also arise where a Council member uses their office for personal gain.

Council members are required to avoid conflict of interest and deal at arms-length in any matter that relates to the institution. However, a Council member who identifies an area of conflict shall be required to disclose any actual or potential conflict of interest to the Council. In so reporting, the Council member is required to provide all relevant information, including information, which relates to their immediate family members by blood or marriage, which is related to the area of conflict. When declared, the Council member shall abstain from decisions where the conflict exists.

The Honorary Secretary shall keep a record of conflicts of interest declared, for accountability purposes, and as a rule of good practice on appointment and on regular intervals or at any time when circumstances change, all members shall in good faith disclose to the Council for recording, any other business or interest likely to create a potential conflict of interest.

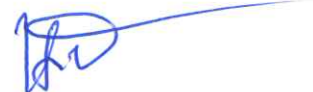
NOTICE OF OTHER DIRECTORSHIPS

Council members should carefully consider the number of other boards on which they can serve, consistent with the time and energy necessary to satisfy the requirements of the organization.

In furtherance of these considerations, Council members should notify the appointing authority in a timely fashion before accepting an invitation to serve on the Council of another public or private body. This prior notice is to allow discussion with the Chairperson of the Council and to obtain legal advice on whether such other service will interfere with the Council member's service on the institution, impact the Council member's independence, or create an actual or apparent conflict of interest for the Council member.

COUNCIL MEMBERS ACCESS TO EMPLOYEES

Council members should have full and free access to employees of the institution but such access should be arranged through the Honorary Secretary. The Council members will use their judgment to ensure that any such access does not disrupt the operations of the organization.



INDEPENDENT ADVISORS

Council members may individually and collectively seek independent advice in connection with their duties in the council as and when required. Independent professional advice for the purposes of this Charter shall include legal advice, advice on matters of governance, the advice of accountants and other professional financial advisors on matters of law, accounting and other regulatory matters but shall exclude advice concerning the personal interests of the member concerned, such as matters relating to their appointment or disputes with the organization.

INTERACTION WITH STAKEHOLDERS

Only designated representatives of the institution shall communicate on behalf of the institution with the Government, media, stakeholders and the general public.

COUNCIL INDUCTION AND CONTINUOUS SKILLS DEVELOPMENT

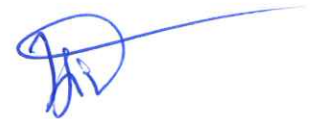
The Council will provide new Council members with an effective induction programme in order to familiarize them with their responsibilities as council members, general principles of corporate governance and council practices. The induction programme will also provide the council member with an orientation of the organization, strategic plans, financial status and policies, risk management, compliance programmes and the Code of Conduct and Ethics.

The Council will ensure that a competence needs assessment is carried out periodically and an annual development plan prepared to address identified gaps. In this regard, Council members will be provided with access to, or notice of, continuing development programs that are designed to keep members abreast of the latest developments in sector best practice, corporate governance and critical issues relating to the operation of public sector boards.

The Council will satisfy itself that its members are up-to-date with continuous professional development in their respective professional bodies.

COUNCIL REMUNERATION

Council members shall be remunerated for their services in accordance with the IEK Constitution, Bylaws and Policies. In line with best practice, the remuneration attendance allowances and bonuses.



COUNCIL PERFORMANCE

The Council will conduct an annual evaluation to appraise its performance. This evaluation will be carried out in accordance with the IEK constitution, bylaws and policies.

The Council evaluation provides an opportunity for Council members to identify strengths, collective skill gaps and individual areas of improvement. The Council will also review the performance of each committee against the agreed Terms of Reference.

The Council will also evaluate the performance of the CEO.

COUNCIL AND MANAGEMENT SUCCESSION

The Council will put in place a succession plan for both the Council and management and review the same regularly.

GOVERNANCE AUDIT

The Council should ensure that a governance audit of the organization is undertaken on an annual basis. The purpose of the governance audit is to ensure that the organization conforms to the highest standards of good governance. The governance audit should cover the following parameters among others:

- Leadership and strategic management;
- Transparency and Disclosure;
- Compliance with Laws and Regulations;
- Communication with stakeholders;
- Council independence and governance;
- Council systems and procedures;
- Consistent shareholder and stakeholders' value enhancement;
- Corporate social responsibility and investment.

This Council Charter is Effective from 30th day of March 2021

Signed: _____



Eng. Nathaniel Matalanga,
President of Institution of Engineers of Kenya



CODE OF CONDUCT AND ETHICS

Background

Introduction

The Code of Conduct and Ethics for the Institution of Engineers of Kenya focuses on ethical conduct and integrity at the workplace. It defines Council's commitment to the highest standards of behaviour so as to contribute to the achievement of the national development goals.

The Code sets out expectations for individual behaviour necessary to meet these standards and includes requirements and guidance to help you to carry out your role with integrity and in compliance with the law.

The Code cannot cover everything; it is therefore essential that you understand applicable laws and detailed policies that are relevant to your role. It is also important that the Code is not used as a substitute for the good judgment expected of Council members and employees working for any SC.

Objective

By exemplifying the ethical behaviours and corporate values described in the Code, the organization will continue to uphold Article 10 of the Constitution of Kenya on National Values and Principles of Governance and Chapter 6 on Leadership and Integrity.

Application

This Code applies to everyone in the SC — every Council member and employee — and also to contract staff. Adherence to the values in this Code is a condition of Council appointment or employment of staff.

A breach of this Code will result in disciplinary measures being taken, including separation from the SC.

Values

Respect for People

Council members and employees are entitled to work in an environment in which people are treated with respect. Council members and employees must therefore avoid actions or behaviours that are or could be viewed as harassment and are required to treat all people with respect, dignity and fairness.

Integrity

Council members and employees are expected to act with integrity by consistently upholding the highest standards of honesty and truthfulness. They should not use their positions to inappropriately obtain an advantage for themselves or to advantage or disadvantage others; and should take all possible steps to prevent and resolve any real, apparent or potential conflicts of interest between their official responsibilities and their private affairs.

Transparency and Accountability

Transparency of operations, planning and reporting and a clear accountability framework are fundamental principles that underlie good governance. It is expected that Council members and employees will work together in a spirit of openness, honesty and transparency. This will encourage engagement, collaboration and respectful communication.

Stewardship

Every Council member and employee is responsible for using appropriately the assets entrusted to them. They are responsible for safeguarding the assets against waste, loss, damage, misuse, theft, misappropriation or infringement, in order to protect their value.

All transactions of the organization must be reflected accurately and fairly in the books of accounts. Falsification of asset records or misrepresentation of facts will constitute fraud.

Excellence

Council members and employees shall demonstrate excellence by providing fair, timely, efficient and effective services to the public. They should exercise high levels of discipline and commitment in the performance of their duties. They are also required to continually improve the quality of policies, programs and services by fostering a work environment that promotes teamwork, learning and innovation.

CONFLICT OF INTEREST

Council members and employees must avoid conflicts of interest between their private activities and their part in the conduct of the organizations business.



A conflict of interest may arise where a Council member, employee or close family member such as a spouse, child, parent or sibling has private interests that could improperly influence the performance of the Council member or employee's official duties and responsibilities. Conflict may also arise where a Council member or employee uses their office for personal gain.

A real conflict of interest exists at the present time. An apparent conflict of interest could be perceived by a reasonable observer to exist, whether or not it is the case, and a potential conflict of interest could reasonably be foreseen to exist in the future. A conflict of duty arises, not because of an employee's private interests, but as a result of one or more concurrent or competing official roles. For example, these roles could include the employee's primary employment and his or her responsibilities in an outside role that forms part of their official duties, such as an appointment to a board of directors, or other outside function.

Prevention of Conflict of Interest

Council members and employees maintain public confidence in the objectivity of their service by preventing and avoiding situations that could give the appearance of a conflict of interest or result in a potential or actual conflict of interest. In addition, Council members and employees are required to observe any specific conduct requirements contained in the statutes governing ethical behaviour and their profession, where applicable.

It is not possible to foresee every situation that could give rise to real, apparent or potential conflict of interest, however, where conflict arises, the Council member or employee should:

Excuse themselves, or anyone who works for them, from any decision-making that may create a conflict of interest with their private interests;

- a) Disclose in writing, to the relevant authority the facts and explain the circumstances that create or could create the conflict of interest;
- b) Seek guidance from the immediate authority;
- c) Seek additional legal or financial guidance if you are a Council member;
- d) Conduct your relationship with contractors and suppliers in a professional, impartial and competitive manner;
- e) Refrain from the direct or indirect use of, or allowing the direct or indirect use of organization property, for anything other than officially approved activities;
- f) Maintain the impartiality of the public service and not engage in any outside or political activities that impair or could be seen to impair their ability to perform their duties in an objective or impartial manner;
- g) Be aware that the acceptance of any offer of future employment including consultancy or directorship with a contractor, supplier, customer or business constitutes a potential conflict of interest;



h) Ensure that concurrent outside appointments, such as to a Council, are managed appropriately and that any resulting conflicts of duties are resolved in the public interest; and

- i) Declare to the relevant authority, a benefit or income received either directly or indirectly from a contract with external parties on contractual or other arrangements. The relevant authority will determine whether the arrangement presents a real, apparent or potential conflict of interest, and may require that the contract be modified or terminated. Similarly, a Council member or employee should not:
- Get involved in the hire, supervision, management or career planning of any relative;
 - Make improper use of one's position or of confidential information gained in that position to achieve personal interests or direct gain;
 - Allow relationships with contractors and suppliers to influence business decisions made on behalf of the organization;
 - Accept gifts or inducements, including hospitality that may place you under an obligation.

Use of Information Communication Technology

Organization recognizes the importance of the use of Information Communication Technology (ICT) tools to conduct business and interact with stakeholders. Use of social networks in an official capacity must comply with the IEK constitution, bylaws and policies on the use of the Internet and electronic networks. Council members and employees using ICT for personal or professional use are expected to exercise the same kind of judgment and criteria as would be applied to any other workplace decision.


Gifts, Hospitality and other Benefits

Council members and employees should not accept any gifts, hospitality or other benefits that may have a real, apparent or potential influence on their objectivity in carrying out their official duties and responsibilities or that may place them under obligation to the donor.

As a general rule, Council members and employees should not accept gifts or other advantages except as set out in any relevant regulations and policies.

Solicitation

With the exception of fundraising for officially supported activities such as those relating to corporate social responsibility, Council members or employees may not solicit gifts, hospitality, other benefits or transfers of economic value from a person, group or company who has dealings with the organization. When fundraising for supported official activities, Council members or employees should ensure that they have prior written authorization



from the relevant authority in order to solicit donations, prizes or contributions in kind from external organizations or individuals.

Register of Conflict of Interests

The organization shall maintain a register to record conflict of interests.

WHISTLE-BLOWING

Any person who has reason to believe that a Council member or employee has not acted in accordance with this Code should bring the matter to the relevant authority or the appropriate government agency.

The organization should not retaliate nor tolerate retaliation against any person who brings an issue to its attention in good faith.

RESOLUTION

Council members and employees are expected to adhere to this Code. The Council members and employees are expected to resolve issues in a fair and respectful manner and consider informal processes such as dialogue or mediation.

In the event of an ethical dilemma or dispute, Council members and management may seek advice and support from other appropriate sources such as the Ethics and Anti-Corruption Commission.

