



CODE OF CONDUCT

APPROVED

By the General Meeting of Transparency International Anticorruption Center

30 January 2019

Record No 19/01

The present document regulates the conduct of members, employees and volunteers of the Organization and defines principles of ethics for daily operations.

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1. GENERAL PROVISIONS

1. The Code of Conduct of Transparency International Anticorruption Center (hereinafter Organization) is a fundamental document that defines the values and principles of the Organization, rules of ethics for the members and employees of the Organization, management of interests, the procedure of holding people responsible, including dismissal from the Organization as well as regulates other issues stemming from the present Code of Conduct.

2. VALUES AND PRINCIPLES OF THE ORGANIZATION

1. The Organizations represents the Transparency International global anti-corruption movement in Armenia.
2. The mission of the Organization is promoting good governance in Armenia through reducing corruption and strengthening democracy.
3. The core values of the Organization are transparency, accountability, integrity, courage, justice, democracy and political impartiality.
4. The Organization functions on the basis of the principle of participatory management, thus encouraging the engagement of employees in the decision-making process and guaranteeing the transparency and accountability of decisions made.
5. True to its mission and values, the Organization is open and flexible for cooperation and, compliant with its mandate, joins ideological and working platforms where it can make contributions.
6. In order to realize its goals, the Organization may receive funding from all entities, including those in the business sector and use their services given that their activities do not conflict with the principles and values of the Organization.
7. The Organization shall refuse funds that may lead to restrictions of its independence. The presence of such a risk is discussed by the Board at the proposal of the Executive Director.

3. CODE OF CONDUCT FOR THE MEMBER, VOLUNTEER AND EMPLOYEE OF THE ORGANIZATION

9. The Code of Conduct for the Organization's members, employees (employed in the frameworks of both labor and civil law contracts) and volunteers is a set of norms regulating relations based on rules and principles of ethics and coexistence that are maintained while acting on behalf of the Organization as well as in daily interactions.
10. The Code of Conduct aims to encourage the Organization's members, employees and volunteers to be guided by the fundamental values and principles adopted by the Organization and be held to high standards of integrity and responsibility.
11. When acting on behalf of the Organization, members, employees and volunteers of the Organization shall:
 - 1) Respect the values and principles of the Organization, carry out the requirements of internal acts related to their competences designated by governing authorities;
 - 2) Not contradict the policy and strategy as well as the official positions of the Organization with their words and actions;
 - 3) Refrain from actions that may hamper the regular activities of the Organization or discredit and tarnish the reputation and good name of the Organization;
 - 4) Contribute with their conduct to the development and maintenance of the public opinion that the Organization is guided by the principles of impartiality, honesty, transparency and accountability;
 - 5) Avoid any form of patronage, support and counsel that may jeopardize the mission of the Organization and the perceptions of its anti-corruption efforts;
 - 6) Not impose any undue influence on the Organization with their conduct;
 - 7) Not improperly highlight their relationship to the Organization and not abuse its name;
 - 8) Avoid making unnecessary promises, realize the value and importance of words as well as the potential negative consequences of a given promise to the Organization;
 - 9) Demonstrate political restraint during the performance of their duties and not cast any doubts with their conduct on the political impartiality of the Organization;
 - 10) Avoid conflicts of interests and in such risks are present, immediately undertake measures aimed at the management of the conflict of interest;
 - 11) Not disclose any of confidential information of corporate/commercial nature from the Organization during their time of employment and one year thereafter.

12. In their everyday interactions, the members, employees or volunteers of the Organization shall:
- 1) Be guided by ethical norms based on the principles of integrity, justice, humanism and honesty;
 - 2) Be tolerant and respect one's dignity irrespective of their gender, race color of their skin, language, religion, worldview, political and other views, fact of belonging to an ethnic minority, welfare, circumstances related to their birth, disability, age, and other issues of personal or social disposition;
 - 3) Be courteous with one another and in interactions with beneficiaries, partners and other individuals;
 - 4) Wear clothing appropriate for a working environment and follow the rules of common hygiene;
 - 5) Exclude any form of violence, including physical, psychological and sexual;
 - 6) Smoke only in designated areas in the office of the Organization and exclude alcohol abuse;
 - 7) Respect the confidentiality of personal life when dealing with personal information;
 - 8) Resort solely to legal and honest means to achieve set objectives while implementing professional duties.
13. Members, employees and volunteers of the Organization can carry out any activities or occupy any position not prohibited by law, if that does not hamper the proper implementation of their professional duties, does not discredit the Organization and does not generate conflicts of interest.
14. Members, employees and volunteers of the Organization shall not be allowed to use the reputation and business links of the Organization for personal purposes.
15. The membership of the members of the Organization in various sectors, including political networks, political parties, public and private sectors, does not limit the right of the Organization to express views about the activities of said sectors or criticize them.
16. Members, employees and volunteers of the Organization shall try their best to avoid situations in which their political connections and/or activities influence the political impartiality of the Organization.

4. MANAGEMENT OF CONFLICTS OF INTEREST

17. The Organization shall be just, objective and impartial in relation to staff additions and promotions.
18. The Organization shall not hire individuals who are up to second degree¹ relatives of

¹ Up to second degree of relatives includes relatives of first degree as well as their relatives of first degree, which includes the spouse, children, parents, sisters, brothers, parents of spouse, brothers and sisters of

- Board members or employees, with the exception of short-term volunteer work.
19. From organizations whose Boards or decision-making bodies comprise of members or employees of the Organization; for the acquisition of goods and services, the Organization shall carry out procurement tenders in order to exclude purchases from one source.
 20. Members, employees and volunteers of the organization exclude potential conflicts of interest, and if such situations do arise, they shall immediately inform the Executive Director and recuse themselves. If the Executive Director is in a situation of a conflict of interest, the decision regarding the issue is up to the Board to make.
 21. Members, employees, and volunteers of the Organization shall not directly or indirectly accept any discounts, gifts, grants or initiations (for lunch, cultural events, touristic travels, etc.), which can impact the implementation of their duties or their decision-making.
 22. Members of the Board of the Organization as well as employees shall declare their interests related to property and otherwise that may lead to or be perceived as conflicts of interest. The Organization's staff shall maintain an Interests Register for the Organization's employees and Board members, which will be updated annually and according to changes in circumstances. Experts working based on civil law contracts shall inform their immediate supervisor of their activities outside the Organization.
 23. Anyone involved in elected/appointed positions of a political party may not be elected as member of the Organization's Board, other management bodies formed by the General Meeting and the staff.
 24. Members of the Organization's Board are not paid by the Organization with the exception of cases when they have in-depth professional knowledge unique in the labor market. In these circumstances they can carry out certain expert activities/services with the consent of the Board.
 25. If management bodies of the Organization discusses an issue related to the property or other interests of the member of the Organization or person related to them (parent, spouse, child, brother, sister, parent-in-law, sister-in-law, brother-in-law), that member shall have no voting rights.
 26. If a member, employee, and volunteer of the Organization is uncertain about how to behave in certain situations, he/she shall refer to the Executive Director of the Organization, who then shall take measures to prevent a conflict of interest.

5. LIABILITY

27. Adhering to the Code of Conduct is mandatory for members, employees and the volunteers of the Organization.
28. The enforcement of the Code of Conduct is ensured by the Ethics Committee (hereinafter Committee) in accordance with the Charter and the work plan of the

Committee.

29. If a member of the Organization has violated the Code of Conduct, the Committee shall launch proceedings and convenes a meeting based on the written application of a member of the Organization and/or any staff member or based on its own initiative within 5 days of receiving the application.
30. The Committee shall ensure the right of the member of the Organization to be heard through designating a reasonable amount of time for submitting a written explanation. If the member of the Organization fails to submit an explanation within the time period set by the Committee, the latter shall make a decision without the explanation, which, however, does not limit the right of the given member to voice an opinion on the matter during the General Meeting.
31. If the fact of the violation of the Code of Conduct or the situation of a conflict of interest (failing to inform of a conflict of interest or making decisions or acting in a situation of a conflict of interest) is established by the decision of the Committee, during its next meeting the Board shall include into its agenda the issue of liability of the given member of the Organization, based on which the General Meeting may adopt a decision on cancelling the membership of that member or dismissing him/her from the Organization in accordance with the Charter.
32. The member of the Organization may dispute the decision on cancellation of the membership or dismissal from the Organization in a court of law.
33. The supervision over the maintenance of the Code of Conduct and situations of conflicts of interest by employees and volunteers of the Organization is carried out by the Executive Director in accordance with the Republic of Armenia Labor Code, other legal acts and the Charter for Human Resources of the Organization.
34. Failure by employees of the Organization to follow the rules set within the Code of Conduct is considered a disciplinary violation and, in accordance with the Labor Code of the Republic of Armenia, the following forms of penalties may be applied:
 - Censure
 - Severe censure
 - Removal from work
35. Prior to the application of a disciplinary action, the Organization must ask for a written explanation from the employee. If the employee fails to submit an explanation within the set time frame without any valid reasons, then the disciplinary penalty may be applied without the explanation.
36. The type of the disciplinary penalty shall be determined by the Executive Director of the Organization based on the severity of the violation and its consequences, the level of guilt of the employee, the circumstances of the violation and the previous conduct of the employee.
37. The disciplinary penalty may be disputed in a court of law within a month period.
38. Relations related to the failure by volunteers of the Organization to adhere to the rules of the Code of Conduct are regulated by the legislation of the Republic of

Armenia.

6. FINAL PROVISIONS

39. The Code of Conduct shall enter into force upon approval by the General Meeting.
40. Changes and amendments to the Code of Conduct may be undertaken only by the General Meeting.
41. Comments (clarifications) on the Code of Conduct may be provided by the Board at its own initiative or based on the application of a person concerned.