



**STAFF CODE OF CONDUCT  
&  
ETHICS**

REVISED ON [JULY 2017]

## **1. GENERAL PRINCIPLES – SCOPE**

This Code of Conduct (hereafter "the Code") applies to the members of staff of the Islands Development Company and its subsidiaries. It sets out the rules applicable in matters of professional ethics and behavior and is to be read in conjunction with the Staff Regulations. The Code also applies by extension, and insofar as their contracts so provide.

### **Values to be promoted**

Members of staff are expected to commit themselves to the company's objectives, to act loyally, honestly and impartially and to subscribe to high standards of professional ethics.

Members of staff shall discharge their professional duties diligently, efficiently and to the best of their abilities.

IDC and its subsidiaries aim to provide a positive working environment that enables and encourages staff to work together in a culture of mutual support and cooperation. Within this environment, members of the staff must behave courteously and respectfully towards their colleagues and shall, at all times, maintain an attitude consistent with the character of IDC.

Members of staff are entitled to receive clear instructions from their superiors regarding their duties and honest, constructive observations, free from prejudice, favoritism or ulterior motives, regarding their working practices and performance.

Individuals in managerial positions are expected to behave in an exemplary fashion as regards adherence to the rules and principles laid down in the Code.

### **1.2 Equal opportunities**

IDC is an employer which guarantees equal opportunities and ensures respect for the dignity of its employees.

### **1.3 Non-tolerance of discrimination**

The Code is intended to set the highest standards as regards the non-tolerance of discrimination.

In particular this applies to illicit discrimination based on sex, race, colour, ethnic group or social origin, genetic features, language, religion or belief, political or any other opinion, membership of a national minority, property, birth, disability, age or sexual orientation, nationality, as well as, in general, the manner in which members of staff choose to conduct their private lives.

## **1.4 Basic rules**

In discharging their duties to IDC, members of staff are, in particular, required to:

- Observe applicable laws and regulations;
- Comply with the rules, procedures and guidelines adopted by the IDC;
- Act, in all circumstances, in the interest of the Company, without allowing themselves to be influenced by personal considerations or relationships;
- Avoid any situation liable to give rise to a conflict of interest and, in the event of doubt or difficulty, bring such conflict immediately to the attention of their superiors;
- Observe professional secrecy;
- Refrain from overstepping the powers conferred upon them and respect the rules on authorized signatures;
- Remain fully responsible for the duties delegated by them to others and exercise adequate supervision and monitoring;
- Respect the dignity and private lives of their colleagues;
- Respect the company's property and, generally, make appropriate use of the facilities made available to them for fulfilling their duties.

## **1.5 Administration of the Code**

Except where specifically otherwise provided, the CEO will deliver opinions at the request of any interested party on the application and interpretation of the Code.

Except where specifically otherwise provided, members of the staff shall address their requests, declarations or applications for authorization, pursuant to the provisions of the Code, to the CEO. The CEO may, as he deems appropriate, consult Human Resources Manager.

### **1.5.1 Duty to report**

Members of staff who reasonably suspect illegal activities, grave misconduct and/or violations of the company's regulations, policies or guidelines, including, but not limited to the Code, must, without delay, bring the relevant facts to the attention of the CEO.

### **1.5.2 Confidential treatment and protection**

IDC and its subsidiaries will ensure confidential treatment for and refrain from discriminatory or disciplinary action against members of staff who make bona fide reports on alleged illegal activities, misconduct or violations set out in paragraph 1.5.1 above. In so doing, the company will ensure that members of staff who have made such bona fide reports enjoy assistance and protection in accordance with its duty of care.

## **1.6 Disciplinary measures and possible legal proceedings**

All persons subject to the Code who knowingly violate the duties and obligations contained therein shall be liable, depending upon the seriousness of the infringement, to one of the disciplinary measures provided for in this code, where those measures do not apply to them, risk having the contract enlisting their services annulled by the Company. Such measures shall not preclude IDC and its subsidiaries from initiating any legal proceedings that it deems appropriate.

## **2. EXTERNAL RELATIONS**

### **2.1 Confidentiality**

Members of staff are bound by the obligation of confidentiality in respect of information received in the course of their duties, in accordance with the relevant rules, policies and guidelines. They shall continue to be bound by this obligation after leaving the service of the company.

This obligation is expressed in particularly strict terms. It reflects the business nature of the company and serves to establish relations of trust with its business partners.

### **2.2 External activities**

Members of staff shall devote their working activities to the service of IDC and its subsidiaries in accordance with the relevant rules, policies and guidelines. Except with the prior permission of the company, they shall not engage in any professional activity outside the Company.

IDC and its subsidiaries shall refuse to give such permission to members of staff if it considers that the activity in question would be prejudicial to the fulfillment of the duties of the member of staff concerned.

In pursuing any duly authorised external activity, members of staff may not misuse the IDC's resources or make improper use of the company name and reputation.

### **2.3 Conflict of interest**

Members of staff should avoid any situation that is liable to give rise to a conflict of interest. Conflicts of interest arise where private or personal interests of the members of staff may influence or appear to influence the impartial and objective performance of their duties. Private or personal interests include any actual or potential advantage for themselves, their families, their other relatives or their circle of friends and acquaintances.

### **3. INTERNAL RELATIONS**

#### **3.1 General principles to be adhered to in working with colleagues**

IDC and its subsidiaries strive to promote working relations based on loyalty and mutual trust. Relations between colleagues, irrespective of hierarchical levels, should be characterized by cooperativeness, mutual respect and courtesy. Furthermore, each member of staff should respect the cultural diversity among IDC and its subsidiaries personnel.

#### **3.2 Confidentiality**

The general obligation to respect the confidentiality of information applies to the activities of the members of staff both outside and within IDC.

It is embodied in rules, policies and guidelines notified to staff governing classification and circulation of information within IDC and its subsidiaries in the form of both documentation and computer files.

Specific measures shall be taken to ensure respect for the confidentiality of personal data, in particular to guarantee access to such information to the individuals concerned and, where appropriate, the right to make corrections, in accordance with the principles laid down in the Regulation on the protection of individuals with regard to the processing of personal data.

#### **3.3 Behaviour towards subordinates**

Superiors shall ensure that the tasks assigned to their department are performed properly. They shall also be expected to foster an atmosphere conducive to good working relations and to prevent personal conflicts. Subordinates must be treated and assessed with respect and without any favoritism. Criticism must be expressed openly and honestly, without innuendoes or veiled threats. Should serious problems arise with subordinates in the performance of their assigned tasks, the CEO must be promptly informed in order to apply appropriate measures.

#### **3.4 Behaviour towards superiors**

Members of staff shall respect the authority of their superiors and carry out faithfully the tasks assigned to them, provided that these are compatible with their duties. They are welcome to offer suggestions and constructive criticism. Any member of staff who, in the performance of their assigned tasks, encounters serious problems with their superior is entitled to inform to the CEO, without incurring reproach.

#### **3.5 Behaviour between colleagues**

IDC and its subsidiaries encourage members of staff to demonstrate a spirit of cooperation in good faith. Misinformation or the withholding of information, unwarranted refusal to collaborate with colleagues as well as, in general, obstructive behavior or systematic denigration are firmly discouraged at all levels.

### **3.6 Dignity at work**

Harassment and bullying of any kind are unacceptable. Victims of any harassment or bullying may, in accordance with the Company's Policy on Dignity at Work, bring the matter to the attention of the CEO without this being held against them. IDC and its subsidiaries are obliged to show those in question concerns and offer its support.

#### **3.6.1 Psychological harassment**

This takes the form of repeatedly hostile or tasteless remarks, acts or behaviour over a fairly long period by one or more members of staff towards another member of staff. A disagreeable remark or a quarrel in the course of which unpleasant words are voiced in the heat of the moment cannot be said to constitute psychological harassment. On the other hand, when repeated consistently for weeks or months on end, incessant outbursts of temper, victimization, disagreeable remarks or hurtful innuendoes are clear signs of harassment in the workplace. All these are condemned by IDC.

#### **3.6.2 Sexual harassment**

IDC and its subsidiaries do not tolerate any form of sexual overtures or soliciting that is clearly unwelcome to the person for whom it is intended or any clearly unwelcome remark, gesture or behavior with sexual undertones.

#### **3.6.3 Sexual blackmail**

IDC and its subsidiaries do not tolerate any situation in which individuals are explicitly or implicitly intimidated or threatened, with a view to obtaining sexual favors, by someone in a position of authority in the workplace or by someone with influence over their recruitment, professional status or career development.

#### **3.6.4 Duty to lend assistance**

Any member of staff who witnesses behavior constituting any form of harassment or bullying is duty-bound to offer their assistance to the victim and to report the situation to the CEO, following the established procedures. Members of staff who, with full awareness of the facts, have prevented or contributed to preventing victims from coming forward or to discrediting them shall be deemed to share responsibility for the situation.

#### **3.6.5 Drugs and Alcohol Policy**

Where an employer has reasonable grounds to believe that a worker is under influence of alcohol or a controlled drugs during working hours and is unfit to work, the employer may require the worker to take a **breath test** or to give a specimen of **Urine or Blood** for analysis in accordance with regulations made in that behalf.

### **3.6.6 Offences**

The worker commits a serious disciplinary offence wherever he/she:

- (a) is unable to carry out the duties of worker due to the effect of alcohol or drugs; or
- (b) refuses to comply with a requirement of an employer under section 3.6.5

### **3.7 Use of Company's facilities for private purposes**

Superiors may not require their assistants to carry out private tasks for themselves or their family.

Members of staff are obliged to respect and protect IDC's property. Save where expressly authorized by the manager responsible or his/her deputy, it is forbidden to permit third parties to avail themselves of the IDC and its subsidiaries services or facilities, including stationery supplies, photocopying machines, telecommunications, etc..., for private purposes.

IDC and its subsidiaries are prepared to, with approval, allow members of staff to make use of these facilities for private purposes on an occasional basis and within reasonable limits. Superiors are expected to ensure that this privilege is not abused.

Laptops and other similar equipment made available to certain members of staff may be responsibly used on a private basis outside working hours.

In any event, the prescribed procedures should be adhered to so that users bear the cost of certain services, notably telecommunications charges.

## **4. EMPLOYEE CONDUCT AND WORK RULES**

To ensure orderly operations and provide the best possible work environment, IDC and its subsidiaries expect employees to follow rules of conduct that will protect the interests and safety of all employees and the organization.

**4.1** It is not possible to list all the forms of behavior that are considered unacceptable in the workplace. The following are examples of infractions of rules of conduct that may result in disciplinary action, up to and including instant termination of employment:

- Theft or inappropriate removal or possession of property;
- Falsification of timekeeping records;
- Working under the influence of alcohol or illegal drugs;
- Possession, distribution, sale, transfer, or use of alcohol or illegal drugs in the workplace, while on duty, or while operating employer-owned vehicles or equipment;
- Fighting or threatening violence in the workplace;
- Boisterous or disruptive activity in the workplace;
- Negligence or improper conduct leading to damage of employer-owned or customer-owned property;

- Insubordination or other disrespectful conduct;
- Violation of safety or health rules;
- Sexual or other unlawful or unwelcome harassment;
- Possession of dangerous or unauthorized materials, such as explosives or firearms, in the workplace;
- Excessive absenteeism or any absence without notice;
- Unauthorized use of telephones, mail system, or other employer-owned equipment;
- Unauthorized disclosure of business "secrets" or confidential information;
- Violation of personnel policies;
- Unsatisfactory performance or conduct.

***This list is not exhaustive***

## **4.2 Disciplinary Procedure**

If you are involved in circumstances considered to be serious disciplinary, you shall be informed in writing and depending on the nature of the offence you may be suspended without pay for less than one month. The Company will hold a full investigation and you will be given the opportunity to explain your case and call your witnesses. If the management establishes a serious breach of discipline, disciplinary action will be taken against you. If no breach of discipline is established you will be re-instated and your wages will be restored for the period of suspension.

## **5. IMPLEMENTING MEASURES**

### **5.1 Collective assessment**

Proper implementation of the Code depends, first and foremost, on the conscience and common sense of those to whom it is addressed. In addition to the vigilance that they are naturally expected to demonstrate, superiors shall also give advice in delicate situations or those not provided for by the Code. Moreover, the assistance of the CEO, as the case may be, may be sought at any time.

In the event of serious difficulty in implementing or interpreting the Code, the following procedure must be adopted, while taking care to avoid pointless formalities: the person concerned may bring the matter in question, either orally or in writing, to the attention of the CEO.



## **6. AMENDMENTS OR MODIFICATION TO THE CODE OF CONDUCT AND ETHICS**

**This code of conduct is subjected to modification. The CEO has the requisite powers and the authority to update and amend the Code of Conduct from time to time.**

**In any extraordinary situation and for reasons to be recorded in writing, the CEO may grant exemption from any one or more provision of this code.**

### **6.1 Acknowledgement of receipt of Code of Conduct and Ethics**

I have received and read the Company's Code of Conduct and Ethics and have understood the standards and policies contained therein.

I agree to comply with the Company's Code of Conduct and Ethics.

I hereby affirm to the Company compliance with the Code of Conduct and Ethics on an annual basis and also undertake to renew such affirmation in the first week of July every year.

**Date:**

**Place:**

**Signature:**

**Name:**