



ENVIRONMENTAL &
ECONOMIC
RESOURCE CENTRE

**CODE OF CONDUCT FOR THE GOVERNING
BODY AND THE EXECUTIVES**

August 2019



CODE OF CONDUCT AND ETHICS

The Environmental and Economic Resource Centre (EERC) is an African Based Non-profit Scientific Research Organization that works in partnership with governments, civil society organizations, and the private sector to develop scalable agricultural and environmental management practices with real impact on poverty reduction, food security, livelihood development, ecosystem health and environmental conservation in Africa. It is imperative that all members of the EERC Governing Body (GB) and its sub-committees uphold the highest level of professional decorum, ethical standards and levels of integrity in all their dealings for and on behalf of the EERC.

The EERC Code of Conduct is meant as a summary statement guiding conduct of the GB and the executive members. It reflects the conduct that exemplifies the duties and values contained in the governance documents of the EERC. All Members are expected to understand the message of the Code and endeavor to respect and uphold its rules. Detailed lists of regulations which the GB and the executive members must follow are found in EERC Constitution and its By-laws. The Members who are uncertain of the appropriate action to take in a particular situation should seek advice from the Executive Director of EERC.

1. Appointment of Members

The appointment of the members and executives of the GB shall be strictly by election or nomination by the trustees, staffs, scientific networks or members of EERC. Nominated or elected members shall be:

- a) gender balanced group of male and female individuals of minimum of 5 and maximum of 7 persons.
- b) the appointment or election of the chairperson and shall not be limited by gender status.
- c) residence within the country where EERC headquarter or regional offices are located.
- d) individuals that is able to comprehend and align with the goals, visions and objectives of EERC.
- e) individuals with a qualified profile, capacities and skills to deliver on the elected or nominated positions.
- f) academics or non-academic individuals with notable impacts and contributions within the field of their professions.
- g) reputable individuals of high profile within and outside the country of EERC



operations.

- h) appointment of individual members shall be guided by individual contract terms based on roles and or positions.

2. Leadership, Ethics and Integrity

The GB and the executive members are expected to act ethically at all times in line with their fiduciary duty. They shall:

- a) act in good faith, favouring the interests of the Organization over other interests.
- b) demonstrate integrity by acting with openness and transparency, and shall promote accountability at the GB level.
- c) protect the integrity of the GB and executive members, maintain objectivity and avoid subordination of their judgment regardless of the particular service rendered or the capacity in which a member functions. This requires intellectual honesty and impartiality.
- d) use their position to promote the best interests of the EERC. They shall not use their position to seek an advantage for themselves or another person or to cause detriment to EERC. They shall not seek gifts or favours for themselves, members of their family or other close personal or business associates. In addition, they shall decline gifts or favours that may cast doubt on their ability to apply independent judgment.
- e) strive to earn and sustain public trust of a high level, and they report and address improper conduct to the Chairperson, the Executive Director and any member of the GB.
- f) act in fairness, which requires impartiality, intellectual honesty and disclosure of material conflicts of interest
- g) act in a manner that demonstrates exemplary professional conduct. They shall exercise their powers with a reasonable degree of care, diligence and skills.

3. Collective Decision and Responsibility

Members of the GB have both individual and collective responsibilities, where every member is equally responsible for the consequences of the decisions taken, and supports and abides by the group's decisions. Each member shall:

- a) devote sufficient time to carry out their responsibilities
- b) promote and protect the image of the Organization
- c) promote teamwork within the GB, the Executives and among the staff of EERC
- d) diligently attend meetings and actively participate in deliberations and the decisions of the Board.



- e) demonstrate and encourage a strong culture of accountability where issues are raised to allow for comprehensive discussion and resolution in good time.
- f) comprehensively study and seek to understand any documentation presented to the GB for approval and or adoption towards advancing the operations of EERC

4. Respect

GB and the executives shall demonstrate respect for each other and ensure freedom from discrimination, bullying and harassment; and shall use their views and contributions constructively to improve on outcomes on an ongoing basis.

5. Confidentiality

Members must to be conversant with principles of freedom of information, privacy and protected disclosure.

- a) They shall respect confidentiality and use their discretion, prudence and good judgment when deciding how to treat information. They shall ensure that information is accessible only to those authorized to have access.
- b) They shall use the information they gain in the course of their duties only for its intended purpose and not to obtain advantage for themselves or another person or to cause harm to EERC.
- c) They shall only disclose official information or documents when required to do so by law or in accordance with the Whistleblowing policy.

6. Conflict of Interest

6.1 A Conflict of Interest means a conflict between a member's duties and responsibilities with regard to EERC, and his or her private, professional, business or public interests. There may be a real, perceived or potential conflict of interest when the member:

- a) receives professional or personal benefit resulting from EERC due processes and procedures be it in relation to employment, funding, contract, tender, service provision opportunity or any other EERC activity being reviewed;
- b) has a professional or personal relationship with anyone competing for an opportunity within the EERC,
- c) has a direct or indirect financial interest in any business or professional opportunity or application being reviewed by EERC.

Members shall

6.1.1 not allow their personal or professional interests or relationships to influence



their judgment. They shall be impartial and objective when participating in discussions and decisions.

6.1.2 behave in a way that reflects well on their position as a member and on the reputation of the EERC.

6.1.3 avoid any real, potential or perceived conflicts between their private activities and their part in the conduct of the business of the Academy.

6.1.4 declare any interests before they consider particular matters related to the interest.

6.2 At the start of each meeting, Members shall confirm that their entries in the register of interests are complete and correct. They shall also disclose any interests that relate to particular agenda items.

6.3 Members who have a material conflict of interest or duty in a matter, as determined by the GB, shall leave the forum while the matter is being considered. They shall not discuss or take part in any decisions on the matter.

6.4 Members who are appointed as representatives of specific groups shall act in the best interests of the EERC.

6.5 Depending on the nature of the conflict, the GB may recommend that Members restrict their involvement in a matter, step down from the position they hold on a temporary or permanent basis or relinquish their private interest.

6.6 The GB shall not make loans or give guarantees to provide security for loans or other undertakings, to Members or their families or associates.

7. Responsiveness

- a) Members shall demonstrate responsiveness by promptly responding to communications sent for their attention: providing impartial and timely advice where necessary.
- b) They shall demonstrate impartiality by making decisions and providing advice on merit and without bias, favoritism or self-interest; and acting fairly by objectively considering all relevant facts and fair criteria; and implementing organizational policies and programs equitably.

8. Competence

Members shall regularly update their knowledge and enhance their skills. Competence means attaining and maintaining an adequate level of knowledge and skill, and application of that knowledge and skill in serving on the GB and/or the executives. Competence also includes the wisdom to recognize the limitations of that knowledge



and when consultation with professionals is appropriate.

9. Interpersonal Relationships

Members shall at all times conduct themselves in a manner that does not bring EERC into disrepute or compromises its international standing or its relations with its host countries or internal and external stakeholders. Members shall:

- a) have and display regard for, and sensitivity to, the cultures, customs and practices of EERC 's host countries and to exercise discretion, courtesy and tact in public comments.
- b) uphold EERC's mission, vision and policies. Members who are at variance with any EERC policies or operations are encouraged to use the appropriate internal channels to have their reservations addressed, and, following this, to uphold such policies.
- c) if involved in a professional or interpersonal dispute or disagreement, deal with such conflict in an open, constructive, honest and respectful manner. Where such a dispute cannot be resolved between those involved and is harmful to operations of the GB or its subcommittees, the Chairperson shall facilitate a resolution
- d) demonstrate respect for the gender, race, culture, religion, national origin and other forms of personal identity of each other.
- e) not be involved in any form of harassment, including sexual harassment

10. Participation in meetings

- a) Members shall regularly attend meetings, and a record of attendance shall be kept
- b) Members who are unable to attend any meeting shall inform the respective Chairperson and the Secretary in writing well in advance of the meeting for recording.
- c) Failure to attend three consecutive meetings may be a basis for removal from office by other members with the approval of the chairperson.
- d) Members shall adequately prepare for meetings so as to participate fully, frankly and constructively in discussions and other activities, and to bring the full benefit of their particular knowledge, skills and abilities to the decision-making process.
- e) Members shall express their views genuinely, clearly and without ambiguity. They shall disclose the information or considerations they relied upon with relations to their view. They shall speak up when a decision or advice is being considered that may be detrimental to the public interest and vote to record their view.
- f) Discussions shall be open and constructive and the Members, with the guidance



of the Chairperson, shall work towards unanimous adoption of resolutions. However, Members are entitled to voice dissenting opinions and if necessary, have these recorded in the minutes when unanimity cannot be reached.

- g) Members shall seek and consider all relevant information and ignore irrelevant information. They shall base their decisions on the proper information available at the time, seek further information if necessary, and accept responsibility for their actions.
- h) Members shall seek clarifications regarding agenda matters before the meeting to facilitate decision making.

11. Use of Information Communication Technology

The GB and the executives may make use of information communication technology facilities when converged at the EERC office for meetings. However, members shall be expected to comply with the acceptable ICT policy of EERC.

12. Resource Mobilization

Members are encouraged to leverage on their profile, intellectual properties, and experience to support on resource mobilization for EERC by providing support in the review of grant proposal and negotiations with donors and partners where applicable.

13. Standing for Election

Any member who becomes a candidate for political election in a country shall notify the GB immediately and shall be expected to resign from the GB and/or the executives with immediate effect.

14. Breach of this Code

Members must familiarize themselves with this Code. Breach of this code may lead to suspension or removal from office. Additionally, a member who improperly uses their position to gain an advantage for themselves or someone else or to cause detriment to EERC shall be liable for their actions.

15. Review and validation

The GB will review this Code as required to ensure it remains consistent with the members' objectives and responsibilities.