



No: 1.1

Original Date: August 1, 2020

GENERAL POLICIES

Responsible: President & CEO

CODE OF BUSINESS ETHICS AND CONDUCT

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RELATED POLICIES

RELATED DIRECTIVES

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The International Fertilizer Development Center (IFDC) is a nonprofit public international organization (PIO) composed of committed and experienced people with some unique assets and infrastructure renown in the industry. The Center addresses critical issues such as improvement of international food security, alleviation of global hunger and poverty, environmental protection, and promotion of economic development and self-sufficiency. Collaborative partnerships combine cutting-edge research and development with training and education in support of agricultural sustainability. To strengthen and grow IFDC, we support and follow the principles of engagement and organizational values stated in the IFDC Strategy 2020-2030.

IFDC foundational principles and values inform all our decisions, from setting research priorities to assessing business opportunities and measuring our effectiveness.

Principles of Engagement	Organizational Values
<ul style="list-style-type: none"> • Science-backed innovation. • Environmental stewardship. • Locally driven solutions. • Gender and youth equity. • Private sector engagement. • Impact-driven approaches. 	<ul style="list-style-type: none"> • Inclusivity and empowerment. • Transparency and accountability. • Collaboration and cooperation. • Innovation and improvement. • Efficiency and effectiveness.

IFDC has traditionally demanded and received the highest ethical performance from its employees, representatives, and third parties implementing activities for IFDC. IFDC expects them to discharge their functions solely in the interest of IFDC, while conducting themselves at all times in a manner befitting their status as international civil servants or representatives. IFDC is committed to enabling events and activities at which everyone can participate in an inclusive, respectful, and safe environment. IFDC events are guided by the highest ethical and professional standards, and all participants are expected to behave with integrity and respect toward all participants attending or involved with any IFDC event.

To maintain the high standard of conduct expected and deserved by our donors, industry clients, and the international community, IFDC operates under the Code of Business Ethics and Conduct outlined below.

The Code of Conduct applies to all employees, representatives, and third parties implementing activities for IFDC and concerns all IFDC activities and events, which shall include office work, meetings, conferences and symposia, assemblies, receptions, scientific and technical events, expert meetings, workshops, field schools, exhibits, side events, and any other forum organized, hosted, or sponsored in whole or part by IFDC wherever it takes place and any event or gathering that takes place on IFDC premises whether or not IFDC is organizing, hosting, or sponsoring. Any other entity responsible for organizing an IFDC event commits to implementing the Code of Business Ethics and Conduct.

All employees, representatives, and third parties implementing activities for IFDC are required to sign the Code of Business Ethics and Conduct form certifying that, in delivering IFDC services and in all other IFDC activities, they will meet the following standards of conduct:

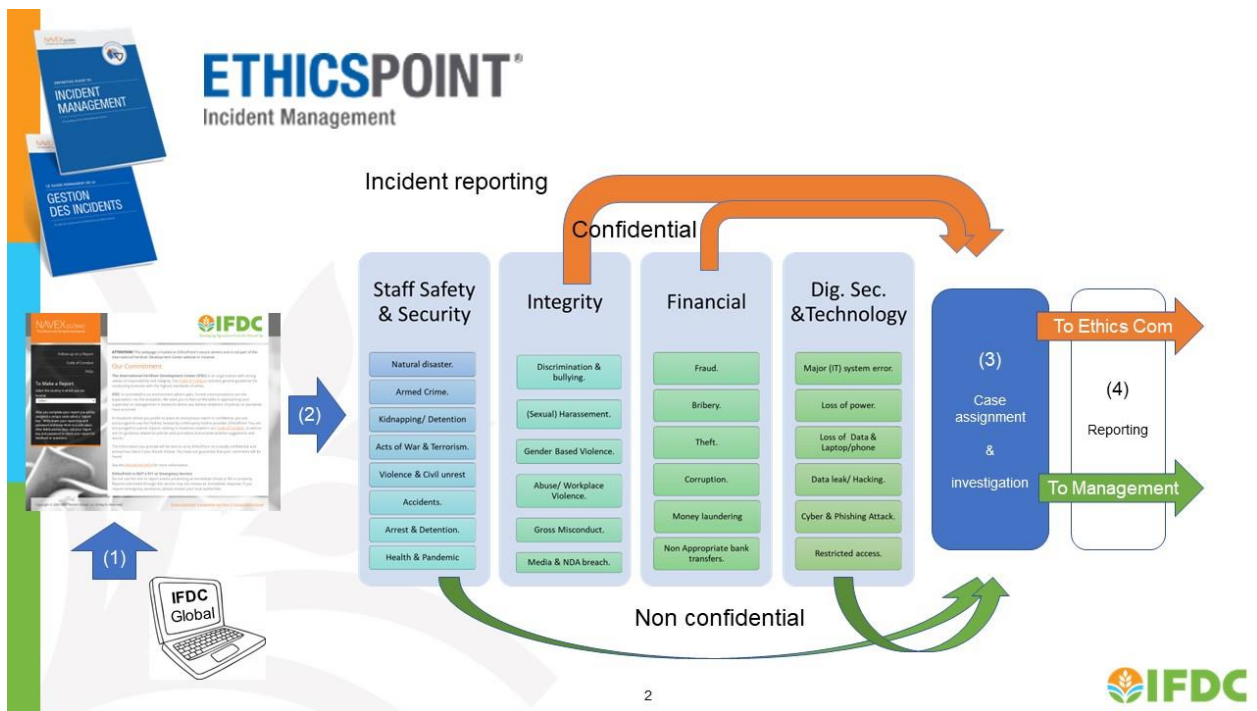
- **Compliance Requirements.** All employees, representatives, and third parties implementing work or activities on behalf of IFDC are required to comply with applicable laws and regulations of the host countries in which IFDC conducts business or operates, as well as with IFDC policies and regulations.
- **Job, duties, and authority.** All employees must fulfill their job duties with integrity and respect toward colleagues, donors, customers, partners, stakeholders, and the community. Supervisors and managers must not abuse their authority. IFDC expects them to delegate duties to their team members taking into account their competences and workload. Likewise, IFDC expects team members to follow (project) team leaders' instructions and complete their duties with skill and in a timely manner. IFDC encourages mentoring throughout the entire organization.
- **Actions Prohibited by the Code of Business Ethics and Conduct.** No employee, representative, or third party implementing work or activities on behalf of IFDC shall engage in the following actions:
 - a. **Personal use.** Authorize the use of or use for the benefit or advantage of himself/herself or any other person the name, brand, emblem, endorsement, services, or property of IFDC, except in conformance with IFDC policy.
 - b. **Financial advantage.** Accept or seek, on behalf of himself/herself or any other person, any financial advantage or gain offered as a result of the employee's or representative's affiliation with IFDC.
 - c. **IFDC affiliation.** Use his/her IFDC affiliation in connection with the promotion of partisan politics, religious matters, or positions on any issue not in conformity with IFDC's official position.
 - d. **Confidentiality.** Communicate to any person outside of IFDC or use to private or personal advantage any information known to him/her by reason of official position that has not been made public. These obligations shall not cease upon separation from or the completion of an assignment with IFDC.
 - e. **Improper influence.** In performance of his/her duties, seek or accept instructions from any government or from any other authority external to IFDC unless specifically required or allowed by contract.
 - f. **Any forms of bribery and corruption.** In performance of his/her duties, participate in (commercial) bribery, including offering, promising, authorizing, or providing anything of value to any customer, government officials, private sector client, business partner, vendor, or other third party to induce or reward the improper performance of an activity connected with IFDC or its activities or events.
 - g. **Conflict of interest.** Hold any continuous or recurring outside occupation or employment that conflicts with his/her IFDC employment or assignment, without prior approval of the President. No employee or representative may be actively associated with the management of or hold financial interest in any business concern if it is possible for him/her to benefit from such association by reason of his/her position with IFDC. An employee or representative who has occasion to deal in an official capacity with any matter involving a business concern in which he/she holds a financial interest shall disclose the measure of that interest to the President (e.g., receiving financial or other compensation for serving on the board of an organization). The mere holding of shares in a company shall not constitute a financial interest within the meaning of this rule.

- h. **Harassment.** Participate in any behavior that is directed at another person and has the effect of offending, humiliating, or intimidating that person; and the person engaging in the behavior knows or reasonably ought to know would offend, humiliate, or intimidate that other person. Harassment in any form because of gender, gender expression, gender identity, race, religion or belief, nationality, ethnic or social origin, age, sexual orientation, marital status, disability, language, or any other reason is prohibited at IFDC office, activities, or events.
 - i. **Sexual harassment** is a specific type of prohibited conduct. Sexual harassment is any unwelcome conduct of a sexual nature that might reasonably be expected or be perceived to cause offense or humiliation. Sexual harassment may involve any conduct of a verbal, nonverbal, or physical nature, including written and electronic communications, and may occur between persons of the same or different genders.
 - j. **Discrimination related to diversity, equity, and inclusion.** IFDC recognizes and values the contribution of people with a diverse background in capabilities, experience, and perspectives. Diversity encompasses gender, age, experience, education, ethnicity, religious, sexual orientation, and cultural backgrounds as well as other dimensions, such as lifestyle and family responsibilities. All employees have a responsibility to always treat others with dignity and respect. All employees are expected to exhibit conduct that reflects inclusion during work, at work functions on or off the work site, and at all other IFDC-sponsored and -participative events.
 - k. **All forms of human trafficking, forced labor, and child labor.** IFDC has a zero-tolerance approach to such activities. IFDC has a zero-tolerance policy regarding any of its employees, associates, agents, contractors/vendors, subcontractors, or suppliers (or their employees) who engage in or support the use of slavery, forced, involuntary or coerced labor, child labor, human trafficking, or sex trafficking.
 - l. **Retaliation.** Retaliate against any employee or representative who seeks advice from, raises a concern with, or makes a complaint to a supervisor or other member of management or any other whistleblower program about fraud, waste, abuse, policy violations, discrimination, illegal conduct, unethical conduct, unsafe conduct, or any other misconduct by the organization, its employees, or volunteers.
 - m. **Contrary to the best interest of IFDC or its official (diplomatic) status in country.** Operate or act in any manner that is contrary to the best interest of IFDC.
- **Gifts, Entertainment, and Favors.** Employees and representatives shall not accept entertainment, gifts, personal favors, or preferential treatment that could in any way influence, or appear to influence, business decisions in favor of any person or organization with whom or with which IFDC has, or is likely to have, business dealings. This does not include food, refreshments, or gifts of nominal value received in the ordinary course of conducting business.
 - **Drugs and Alcohol.** IFDC is firmly committed to the health and safety of its employees and representatives. IFDC considers the influence of drugs and alcohol in the workplace to be detrimental to its employees and to its continued growth and future success. Employees or representatives who use non-prescribed controlled substances or alcoholic beverages on the job, or report or return to work under the influence of either, will be subject to immediate discharge.
 - **Safety and Security and Risk Management.** IFDC will always seek to operate in ways to achieve the desired aims of an activity with the least amount of risk involved. Staff members and covered third parties should seek to operate safely and securely. Through the use of (digital) technology, relocating activities to less risk-prone locations, or postponing an activity for a short period, some activities can still be effective without the associated risks of, for instance, an in-person visit. Safety and security situations faced by IFDC staff members causing minor harm or narrowly avoided while performing duty at post or on mission, which may involve IFDC assets, must be reported. The (near) incidents are handled by the directly related IFDC staff and the in-country security responsible staff members and are reported as below.

- **Whistleblower Protection**

- Purpose.** IFDC employees and representatives are expected to maintain a professional demeanor in the office and conduct themselves with the highest degree of ethical standards. Any employee, representative, or client who has credible evidence of misappropriation, fraud, waste, abuse, harassment, sexual harassment, IFDC policy violations, illegal or unethical conduct, unsafe conduct, or any other misconduct by the organization or its employees or representatives is encouraged to report the matter.
- Protection.** There will be no recourse or retaliatory action taken against the individual(s) making the report unless the report is determined to be based upon false allegations that are purposefully made to defame the character of the accused. Reports may be filed anonymously or with disclosure of identity, and in all instances, every effort will be made to protect the identity of the individual(s) making the report.

- **Incident Reporting.** Reports concerning all above-mentioned issues may be filed as follows:



All incidents may be filed through [EthicsPoint - International Fertilizer Development Center](#) as soon as possible after the incident occurs. IFDC identifies two group of incident reporting: (1) non-confidential – related to staff safety and security and digital cybersecurity and technology; (2) confidential – whistleblower report on integrity and financial misconduct.

Staff may want to report incidents and concerns anonymously through the link given above or call the number specific to their location that is provided on the EthicsPoint website. EthicsPoint is available 24 hours a day and is toll-free. It is available to all employees and non-employees. Concerns can be reported CONFIDENTIALLY and, if so chosen, ANONYMOUSLY, as it concerns to potential breaches of this Code of Business Ethics and Conduct or of other company policies (available on IFDC Global). It is a secure means of reporting provided by an independent company.

When an incident/case is logged or reported, the reporter will be informed within 5 business days that the case was received and that an investigation will take place by the appropriate party listed below:

- For a financial matter: Internal Auditor (to be named) or (d)CFO, Regional Director, and Regional Finance Officer.
- For a human resources matter: Global Human Resources Manager, Regional Director, and Chairman of the Board of Directors (when senior staff is involved).
- For all other integrity matters: Internal Auditor (to be named), COO/CFO, Regional Director, and Chairman of the Board of Directors (when senior staff is involved).
- For a safety and security matter: Global Operation and Facility Manager, Global Security Manager, and relevant Country Security Coordinator or (co)Chair of the Committee for Safety, Security, and Crisis when it concerns a calamity.
- For a cybersecurity matter: Global IT Manager and Regional IT Officer.
- In the event that any communication involves an allegation against a member of senior management, only the Chairman of the Board of Directors and the Chairman of the Audit Committee will be contacted.

The reporter could be contacted anonymously to provide more information and will also be informed when the case is closed, via the EthicsPoint system.

- **Use of Technology and Social Media.** During working hours, employees are only permitted to use technology such as cellphones, social media, or the internet for personal use while on break. When posting company-related content on social media, an employee must express he/she is posting on behalf of himself/herself and not the company. The opinions expressed should be respectful of the company. If an employee has a comment or concern about the company, it should be brought up with his/her manager or human resources rather than posting it online, taking the Code of Business Ethics and Conduct into account.
- **Environmental Concerns.** IFDC is committed to maintaining a safe work environment by eliminating significant recognized hazards in the workplace and to conducting business in an environmentally sound and responsible manner based on customer needs, and local requirements. Employees, representatives, and third parties implementing activities for IFDC are required to comply with all applicable health, safety, common sense, environmental laws and regulations, and all related corporate policies to reduce ecological footprint and safe work environment.
- **Compliance with this Code.** IFDC takes this Code of conduct seriously. All IFDC employees, representatives, and third parties implementing activities for IFDC are responsible for compliance with all aspects of this Code and all related policies. Matters addressed by this Code are sufficiently important to the organization that any lapse in judgment within the areas covered here may be considered serious enough to warrant discipline up to and including dismissal or termination of contractual relation.

All new employees and representatives are required to read the Code and at the outset of their employment sign the Code-form as a confirmation they have read and understand the Code of Business Ethics and Conduct.

Appendix 1

CONSENT

I recognize that it is important that I represent IFDC, as a public international organization, in such a way as to leave others with a positive impression of the organization. In my duties I will preserve and enhance the good name of IFDC and will avoid behavior that might damage its image and reputation. I will contribute to the values of IFDC, treat others equally and with respect, and advocate an open and constructive communication with colleagues, partners, and others.

Accordingly, I, _____, certify that I have read and understand the IFDC Code of Business Ethics and Conduct and agree to comply with it, as well as applicable laws that impact the organization, at all times. I affirm that, except as listed below, I have no personal affiliation or business or financial interest that conflicts, or appears to conflict, with the best interests of IFDC. I agree to discuss any conflicts listed below with the President and Chief Executive Officer or the Vice President for Corporate Services and CFO/COO and to refrain from participating in any discussions, deliberations, or decisions related to the matter presenting the conflict until such time as it is determined by IFDC that the conflict is mitigated or otherwise resolved.

Describe any potential conflicts:

At any time during the term of my affiliation with IFDC should an actual or potential conflict of interest arise between my personal, business, or financial interests and the interests of IFDC, I agree to:

1. Disclose promptly the actual or potential conflict to the President and Chief Executive Officer or the Vice President for Corporate Services and CFO/COO, and
2. Until IFDC approves actions to mitigate or otherwise resolve the conflict, refrain from participating in any discussions, deliberations, or decisions related to the conflict of interest.

Signature _____

Date _____

Print Name _____