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| **IMPROVE LIFE INTERNATIONAL** |
| **Code of Conduct** |
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| **Please read the Statement of Values and Code of Conduct. The Code applies to all board members, staff and volunteers, no matter where you work.** |
| Improve Life International  Patients shop Community,  Bardnersville Road, Gardnersville  Monrovia, Liberia  Phone: +231 (0) 886-609-840/  777-209-840/777712273  E-mail: [*improvelifeint1@gmail.com*](mailto:improvelifeint1@gmail.com)  [*www.facebook.com/improvelifeint.lib*](http://www.facebook.com/improvelifeint.lib) |
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1. Introduction

Improve Life Incorporated is a not-for-profit organization established to foster effort in reducing suffering and poverty among the people of Africa and improve livelihoods. Its formation started in Gardnersville, Liberia, West Africa, by a group of Liberians in 2008. Historically, ILI strives to survive operations in the miss of hundreds of NGOs in its call.

ILI, in its stand, it is up to its people- board members, executive staff, other staff, and other volunteers-to continuously demonstrate commitment to the organization’s true values. Fundamentally, ILI will adhere to the highest ethical standards because it is the right practice. For fair practice, ILI will uphold it philosophy and codes as foundation of its stand:

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| 1. ILI Code of Practice | ILI, in its uniqueness maintains the best legal practices that is required to be a member of the NOG Network and other legitimate organizations that promote development by meeting requirement for its existence and complies with all laws and applicable national and international conventions, and observe norm, values, and cultures everywhere it operates. |
| 1. ILI Service Code of Conduct | **ILI employs expertise and best practices during service delivery, adheres to policy agreements, and practice the best service ethics in the work of its beneficiaries.** |
| 1. ILI Philosophy | **As enshrine in our Article of Incorporation and Bylaw and Constitution, ILI believes in building innovation and Sustainability for “Positive Mid-Set for Positive Change.” and commitment to the fulfillment of its Goals, Aims and Objectives for the improvement of livelihoods with regards to its values.** |

All of those who are involved with the discharge of the functions of ILI, and fostering its **Vision** and **Mission,** should adhere to these ethical standards because public trust in our performance is the fundamental crust of our legitimacy. A full participation and expediency of these codes will allow donor support come in line with trust in the way we carry out our **mission**, to be excellent stewards of our resources, and to uphold standards of conduct.

To allow those whom we serve and give our assistance to have a perpetual desire and thirst for our organization, ILI publishes the following Code of conduct, The Code. The Code of conduct is to assist all who are associated with ILI dance by the rules wherever we operate.

1. **Statement of Values (What ILI believes in)**

**Any code of** conduct **is built on the establishment of broadly shared values.**

The values of ILI include:

* Accountability to the public;
* Commitment beyond the law;
* Commitment to the public good;
* Respect for the worth and dignity of individuals;
* Inclusiveness and social justice;
* Respect for pluralism and diversity;
* Transparency, integrity and honesty;
* Responsible stewardship of resources; and,
* Obligation to excellence and to maintaining the public trust.

These are the values that acknowledged and guided the development of the Code of conduct that follow. The Code of conduct guides you like the ropes you technically hold onto left and right, with a single timber under your feet which keeps you going across a monkey viaduct, it guides your conduct. The monkey viaduct is logically meant for foot not for vehicle, therefore, it is not possible to set forth an all-inclusive or exhaustive Code of conduct, you are expected to use your good judgment to conform the intent and spirit of The Code in all matters not specifically addressed in this instrument.

For further assistance, ILI has established other policies and procedures (the operation procedure, financial, HR Policy manual) in specific areas that should be consulted as they apply. In participatory, employees are expected to be familiar with the ILI Handbook(s).

The Code of conduct is not an expressed or implied dissimilarity of employment and does not create any contractual right of any kind between ILI and its employees. In addition, all employees should understand that The Code does not modify their employment bond. ILI reserves the right to modify, alter or terminate The Code at any time and for any reason.

1. **Your responsibility**

* It is your responsibility to read the Code of conduct. You must comply with the Code in letter and strength of mind. Ignorance of the Code will not excuse you from its requirements. Seek guidance for whatever question you may have.
* Follow the Law wherever you are and in all circumstances.
* Never engage in behavior that harms the reputation of **ILI**.
* Some situations may seem baffling. Be forethoughtful when you hear yourself or someone else says “In some cases, you have to let people feel how tough you can be” “No one is watching”, or “it won’t matter in the end.” Assuming how people will feel about situations is a timing bomb. These are signs to stop. There is a saying from Abraham Parker that,”if you cannot read between the lines then try to understand the signs”, think through the situation and seek guidance. Most importantly, do not ignore your instincts. Ultimately, you are responsible for **YOUR** Actions.
* You have several options for seeking guidance. You may discuss concerns with either your supervisor or senior management in the Finance, Human Resource or Executive Office.
* You are required to report violations, and suspected violations of The Code. This includes situations where a supervisor or a colleague asks you to violate The Code. In all cases, there will be no vengeance for making any reports, and every effort will be made to maintain confidentiality.
* You can report violations of The Code to your supervisor or higher level of management.
* You are oblige to collaborate with investigations into violations of The Code and must always be truthful and forthcoming in the course of these investigations.
* If, as a manager, you know that an employee is contemplating a prohibited action and do nothing; you will be responsible along with the employee.

1. **ILI Code of** conduct

**The Code**

1. **Personal Conduct and Professional Integrity**

**ILI** staff, board members and other volunteers must act with honesty, integrity and openness in their dealings as representatives of the organization. In the discharge of your functions and private affairs, you are to avoid any action that is contrary to **ILI**’s best interests and which may reflect unfavorably upon your position within **ILI**. **ILI** promotes working environment that values respect, fairness and integrity. You should:

* Act with impartiality, tolerance and understanding, treat colleagues, whether superiors, peers or subordinates professionally and with courtesy and respect;
* Overseas employees should adapt a standard of living that is appropriate for their surrounding community and avoid conduct which might give rise to resentment;
* Honor all financial obligations incurred;
* Avoid any action which may be viewed as harassment, including sexual or gender harassment , or verbal or physical abuse;
* Avoid behavior at the workplace that, although not rising to the level of harassment of abuse, may nonetheless create an atmosphere of hostility or intimidation that interferes with work performance;
* Do not use, sell, dispense, distribute, or possess of manufacture illegal drugs, controlled substances, narcotics, or alcoholic beverages in **ILI**  premises worksites;
* Avoid the abuse of alcohol or controlled substances;

Employees are also responsible for complying with the guidelines contained in any ILI Employee handbook.

1. **Governance**

**ILI**’s governing body, the board of advisors advises the executive committee as it is responsible for setting the mission and strategic direction of the organization and providing oversight of the finance, operations, and policies of the organization.

**The governing body:**

* Ensures that its board members have the requisite skills and experience to make sound judgment to carry out their duties and that all members understand and fulfill their governance duty. Acting for the benefit of the organization and its public purpose;
* Has a conflict of interest policy that ensures that any conflicts interest or the appeal thereof are avoided or appropriately managed through disclosure, resource or means;
* Is responsible for the hiring, firing, and regular review of the Head of the organization, and ensures that the compensation of the Head of the organization is reasonable and appropriate;
* Ensures that the Head of the organization and appropriate staff provide the Board of Advisors with timely and comprehensive information so that the governing body can effectively carry out its duties;
* Ensures that the organization conduct all transactions and dealings with integrity and honesty;
* Ensures that the organization promotes working relationships with board members, staff, volunteers and program beneficiaries that are based upon mutual respect, fairness and openness;
* Ensure that the organization is fair and inclusive in its hiring and promotion policies and practices for all board members, staff and volunteer positions;
* Ensure that the policies of the organization are in writing, clearly expressed and officially adopted;
* Ensure that the resources of the organization are responsibly and prudently managed; and,
* Ensures that the organization has the capacity to carry out its program effectively.

1. **Legal Compliance**

The organization is knowledgeable of and complies with all laws, regulations and applicable national and international conventions.

1. **Responsible Stewardship**

**ILI** manages its fund responsibly and prudently. This includes the following considerations:

* It spends reasonable percentage of its annual budget on programs in pursuit of its mission;
* It has reasonable fund raising cost, recognizing the variety of factors that can affect such cost;
* It spends an adequate amount on administrative expenses to ensure effective accounting systems, internal controls, competent staff, and other expenditures critical to professional management;
* It compensates staff, and any others who may receive compensation, reasonably and appropriately;
* It does not accumulate opening funds exclusively;
* It prudently uses all endowment funds consistent with donor intent and to support the public purposes of the organization;
* It ensures that all spending practices and policies are fair, reasonable appropriate to fulfill the mission of ILI; and,
* All financial recording time sheets and expense reports are factually accurate, timely, and complete in all materials respects; and are supported by accurate documentation.

1. **Openness and Disclosure**

ILI provides comprehensive and timely information to the public and stakeholders and is responsive in a timely manner to reasonable requests for information. All information about the organization will fully and honestly reflect the policies and practices of the organization. Basic information data about ILI, such as audited financial statement will be posted on the organization’s website or otherwise be made available to the public. All solicitation materials should accurately represent the organization’s policies and practices and will reflect the dignity of program beneficiaries. All financial organization and program reports will be complete and accurate in all material respects.

1. **Program Evaluation**

ILI regularly reviews program effectiveness and has mechanisms to incorporate lessons learned into future programs. The organization is committed to improving program and develops mechanism to promote learning from its activities in the field. The organization is responsive to changes in its field of activities and is responsive to the needs of its constituencies.

1. **Inclusiveness and Diversity**

ILI has a policy of promoting inclusiveness and diversity among its staff, board and volunteers in order to enhance its programmatic effectiveness. The organization takes meaningful steps to promote inclusiveness in it hiring, retention, promotion, board recruitment and constituencies served. Given the national and international character of the organization and the importance ILI places on diversity, all those who are employed by or affiliated with ILI are expected to act with tolerance, sensitivity, respect and impartiality toward other cultures and backgrounds, and to abide by the laws of the respective country in which ILI serves.

1. **Fundraising**

In its efforts to raise funds from the public or from donor institutions, ILI is truthful in its solicitation materials. We respect the privacy concerns of individual donors and expend funds consistent with donor intent. We disclose important and relevant information to potential donors. Raising funds from the public, ILI will respect the right of donors as follows:

* To be informed of ILI’s mission, the way the resource will be used, our capacity to use donations effectively for their intended purpose;
* To be informed of the identity of those serving on its governing board and to expect the board to exercise prudent judgment in its stewardship responsibilities;
* To have access to ILI’s most recent financial reports;
* To assured their gift will be used for the purpose for which they will be given;
* To receive appropriate acknowledgement and recognition;
* To be assured information about their donations is handled with respect and with confidentiality to the extent provided by the law;
* To have the opportunity for their names to be deleted from the mailing list that ILI may intend to share; and,
* To feel free to ask questions when making a donation and to receive prompt, truthful, forthright answers.

1. **Conflict of Interest**

In the course of your association with ILI, there may be time when your personal interests conflict, or could appear to conflict with the best interest of ILI. If you believe you are in such situation, you should speak to your supervisor, the Manager of Human Resource, or the chairperson of the board. In many instances, you will be able to resolve the conflict of interest if you identify the conflict, disclose it, and withdraw yourself from discussions and decisions related to the situation. The Code cannot specifically address every potential conflict, but some common types of conflict of interest are as follows:

* **Financial Investment**: Owing a financial interest in a company that does business with ILI can create a conflict of interest.
* **Personal Relationships**: If your spouse, any member of your immediate family, or someone else with whom you have close relationship owns or work for a competitor or supplier of ILI, you should be particularly careful with security information, confidentiality, and potential conflicts of interest as it is not a healthy practice for ILI.
* **Affiliation with Other Organizations**: If you serve as manager or officer of an organization that is a supplier, purchaser or competitor of ILI, you could easily find yourself in a conflict of interest situation, and is not allow by ILI.
* **Working with a spouse, Partner or Family Member**. Because of the strong potential for a conflict of interest, you should not supervise or be in a position to influence the hiring, work assignment, or performance assessment of someone with whom you have a close personal relationship.

You shall disclose in a confidential written statement to the human resource manager, in the case of employees, and to the Chairperson of the Board of Advisors, in the case of board members, any direct or indirect personal interest in any matter known by you to be under consideration by ILI, any activity, financial or business interest which might reasonably reflect unfavorably on ILI, or which might be in actual or apparent conflict with your duties as a representative of ILI. You shall immediately refrain from exercising any responsibility, as an ILI representative, which might be connected or influenced by your personal interest in the matter, except where it is determined that no conflict exist.

1. **Disclosure of Information**

You shall exercise the utmost discretion with regard to all matters relating to the activities of ILI both during and after your services with ILI has ended.

ILI’s nonpublic information must be safeguarded. Nonpublic information is any information that has not been disclosed or made available to the general public and includes, but is not limited to, such items as financial or technical data, personal information about employees, major contracts, financing transactions, major management changes, and other organization developments.

Except in the course of your official duties or where expressly, you may not:

* Disclose any nonpublic information available to you solely as a result of your official position to any person within or outside of ILI whom you know or should know is not authorized by ILI to receive such information, including family and friends.
* Use any nonpublic information known to you by reason your official position with ILI private advantages, directly or indirectly, or in any other way that is to the disadvantage of ILI, such information should not be shared with anyone outside the organization unless it is necessary as part of your responsibilities.

1. **Publications and Public Speaking**

Except in the course of your official duties or with the necessary authorization, during the time of your appointment or service, you may not:

* Publish, cause to be published, or assist in the publication of any book, pamphlet, article, letter or other documents relative to the policies or activities of ILI;
* Deliver any speech or lecture, public testimony or statement, broadcast through radio or television or other electronic media or hold press conference or grant press interviews on ILI policies, activities or questions; or
* Speak on behalf of ILI or state its policies as a participant in any seminar or conference.

1. **Outside employment, Activities and Associations**

There is general prohibition against ILI employees holding outside employment, including teaching, lecturing, or writing. However,

* You may not engage in outside employment or associations if they might result in a conflict, or an appearance of conflict, between your personal interest and your official responsibilities.
* No employee may accept compensation or anything of value for any lecture, discussion, writing, or appearance, the subject matter of is devoted substantially to ILI programs or which draws substantially on official data or ideas that have become part of the body of public information, and for which ILI funds have been used in connection with your appearance.

* Because employees are expected to devote all the time during working hours to the activities of ILI, any external activities must be undertaking outside ILI working hours or while the employee is on leave.

1. **Gifts, Entertainment and Favors**

You may not solicit or accept, directly or indirectly, for yourself, for any member of your family, or for any person with whom you or they have business or financial ties, any gift, contribution, gratuity, favor, entertainment, or loan or any other thing of value, from any individual or organization which:

* Has or is seeking to obtain, contractual or other business or financial relations with ILI;
* Has interest that may be substantially affected by the performance or nonperformance of your official responsible;
* Is in any attempting to affect the exercise of your official responsibilities; or,
* Conducts operations or activities that are regulated by ILI.
* The restriction set forth herein shall not apply when the gift is in kind and has a value of twenty-five dollars or less per year. The Head of the organization shall nevertheless be informed of such gifts.

No employee in superior official positions may accept any gifts presented as contribution from employees in lower grades. No employee shall solicit contribution from other employees for a gift to an employee in a superior official position, nor shall any employee make a donation as a gift to an employee in a value or donation made on a special occasion such as marriage, illness, or retirement.

Do not provide gift and entertainment for customers, potential customers and vendors unless these support the legitimate business interests of ILI. Even then, such overtures should be reasonable and appropriate under the circumstances, i.e., not lavish or excessive.

1. **Political Activity in Host Countries**

You must not participate in the political affairs of ILI’s host countries. Public demonstration of support for a political party by speeches, statements to the press, or written articles or membership in any political campaign committee or other activities on behalf of a political party or candidate for public office is prohibited.

1. **Economic and Financial Activity**

You are specifically prohibited from:

* Speculation in currency exchange;
* Transaction at exchange rates differing from legal available rates, unless duly authorized in advance by ILI;
* Transfer of funds on behalf of blocked nationals, or otherwise in violation of foreign funds and asset control;
* Acting as an intermediary in the transfer of private funds for persons in country to person in another country;
* Permitting use of your official title in any private business transactions or in advertisements for business purposes; or,
* Conducting any business or engaging for profit in any profession or undertaking other gainful employment in any country or countries to which you are assigned or detailed in your own name or through the agency of another person.

1. **Use of ILI Assets**

ILI’s assets are meant for organizational use only. Organization assets include an employee’s time at work and work product, as well as the organization’s equipment and vehicles, computers, and software, company information, trademarks and name. Theft or deliberate misuse of ILI’s asset is a violation of the Code.

* You may not use ILI’s assets for your own personal benefit or the benefit of anyone other than the organization.
* You may not take for yourself or others any opportunity for financial gain that you learn of because of your position in ILI or through the use of ILI’s property or information.
* You should refrain from damaging ILI’s property using it in an inappropriate manner.
* Misuse of ILI’s assets may be considered theft and result in termination or criminal prosecution.
* You most have permission from your principle manager before you use any ILI asset-including information, work product or trademark-outside of your ILI responsibilities.
* Company computer system and equipment are meant for ILI’s use only. For example, they should never be used for outside business, illegal activity, gambling, or pornography.

1. **Whistleblower Policy**

This Code of conducts requires Board members, officers, employees and volunteers to observe the highest standard of ethics in the conduct of their duties and responsibilities. In addition to their own personal compliance with the Code, Board members, officers, employees and volunteers are expected to report violations or suspected violations in accordance with this whistleblower policy.

1. **Reporting Violations**

Employees may report violations or suspected codes violations to the management team, although it may often be the case that starting with a direct supervisor or a supervisor who is in the best position to address an area of concern. Employees who are not comfortable speaking with the supervisor is encouraged to speak with the Compliance Officer. The Compliance Officer has the responsibility to investigate all reports violations. In addition to the Compliance Officer, employees always have the option to report violations directly to the Head of the organization.

Board members and volunteers should report violations or suspected violations of the Code directly to the Compliance Officer.

1. **Compliance Officer**

The Compliance Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code and, at his or hers discretion, shall advise the Head and /or Board. The Compliance Officer has direct access to the Board and is required to report to the Management team at appropriately on compliance activity for advice.

1. **Acting in Good Faith**

Anyone filing a complaint or making a report of suspected or actual violations of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicate a violation of the Code.

1. **No Retaliation**

This whistleblower is intended to encourage and enable employees and others to raise serious concerns. Anyone who in good faith reports a violation of the Code is protected from retaliation. No adverse employment action, harassment or retaliation in any form will result from making report. Any employee who retaliates against someone who has reported a violation in good faith is subjected to discipline, up to and including termination of employment.

1. **Confidentiality**

Violations or suspected violations of the Code may be submitted on a confidentiality basis, or may be submitted anonymously. Reports of violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

F) **Investigation of Reported Violations**

The Compliance Officer will notify the complainant and acknowledge receipt of the reported violation or suspected violation within one week of receipt. All reports will be taken if warranted by results of the investigation.

G) **ILI Legitimate Documents Violations**

ILI’s Plan, TORs, Agreements and other documents are to be honored, and so, special care is to be given them. ILI ID Cards, Call Cards, and or anything that bears our Logo or belongs to ILI should be used for the intended purpose and at the appropriate time and setting. Our identities should not be used for merry making but for official use only. ILI documents should not be seen:

* + - 1. On the floor
      2. Oily, dirty, and rumple
      3. Anywhere inappropriate

If such is done, is a serious violation of The Code of conduct

**Appendix: Administration of ILI’s Code of conduct**

**Distribution**

All ILI employees will receive a copy of The Code at the time they become affiliated with the organization, either through hiring or appointment, and will receive periodic updates. Also any other person, such as a consultant, government official or government employee who is retained by ILI should receive The Code and understanding the obligations under it.

**Approval**

The appropriate manager must review and approve in writing any circumstance requiring special permission, as described in The Code. Copies of these approvals should be maintained by ILI and made available to auditors or investigators.

Waivers of any provision of The Code for officers, and managers, must be approved by the executive committee with advice from advisory board or its designated committee and will be promptly disclosed to the extent required by law or regulations.

**Monitoring Compliance**

Refer to Whistle Blower section of The Code.

Employees and all others covered by The Code should take all responsible steps to prevent a violation of The Code.

Suspected violation of The Code should be reported to an employee’s supervisor or to the Compliance Officer. Employee can report suspected violation of The Code without fear reprisal or retaliation. Every effort will be made to maintain in confidence the identity of a person making a report of a suspected violation of The Code.

**Investigations**

The responsibility of administering The Code, investigating violations of The Code and determining corrective and disciplinary actions rests with the compliance officer. The designated officer will work together with the employee’s manager to recommend corrective and disciplinary actions for presentation to the Head of office. **ILI** will follow local grievance procedures in countries where such procedures apply.

Depending upon the circumstances and of the preliminary investigation into a suspected violation of The Code, the suspected violator may or may not be notified about the investigation, if there is sufficient evidence of violation of The Code, the investigation may be closed without notification. In the event it is determined that there is evidence of a violation of The Code, the individual will be notified but the notification may not occur until after records have been reviewed and witnesses interviewed.

The subject of an investigation will be given opportunity to respond to any allegations made against him or her. At the discretion of the Compliance Officer, the person suspected of a violation of The Code can be suspended with or without pay while an investigation is conducted. If allegations involve criminal conduct, guidance should be sought from ILI’s legal counsel before engaging in any inquires.

The Head of Office and the Compliance Officer will periodically, but at least annually, seek advice of violations of The Code and the corrective actions taken from the Board of Advisors.

**Disciplinary Actions**

**ILI** will take appropriate disciplinary action for violations of The Code. For employees, ILI may impose disciplinary action up to and including termination for violations of The Code. Infringement of the code is not the only basis for employee disciplinary action. Violations or suspected violations of The Code by any member of the Board will be referred to and addressed by the Chairperson of the ILI Board of Advisors.

**Signature and Acknowledgement**

All new employees and volunteers must sign an acknowledgement form confirming that they have read The Code and understand its provisions. Failure to read The Code or to sign and acknowledgement form, however, does not excuse an employee or volunteer from complying with terms of The Code.