



## **Code of Ethics and Business Conduct**

### **I. Introduction**

IBI is, at its core, people. It is up to the people of IBI ; executive staff, domestic and field staff, and our contractors to demonstrate an ongoing commitment to the organization’s core values. As a matter of fundamental principle, IBI will adhere to the highest ethical standards because it is the right thing to do.

This document provides an outline of the IBI’s Code of Ethics and Business Conduct (The Code). It deals with various laws and ethical standards to which IBI adheres. However, a word of caution is necessary. This document does not describe all of the laws to which we are subject; nor does it cover every ethical issue. Furthermore, this document does not replace the IBI Handbook or other Policy Statements that set forth other requirements regarding individual employee and Company conduct. The purpose of this Code is to give you a clear sense of direction in your daily work activity and to communicate the IBI’s attitude regarding compliance with laws, Company policies, and ethical business standards.

### **II. Statement of Values**

Any code of ethics is built on a foundation of widely shared values. The values of IBI include:

- Commitment to the public good;
- Respect for diversity;
- Transparency, integrity and honesty;

You are expected to use your own good judgment to conform to the intent and spirit of The Code in all matters not specifically addressed herein. IBI reserves the right to amend, alter or terminate The Code at any time and for any reason.

### **III. Your Responsibilities**

It is your responsibility to read and understand the Code of Ethics. You must comply with The Code in both letter and spirit. Ignorance of The Code will not excuse you from its requirements. Never engage in behavior that harms the reputation of IBI .

Employees are expected 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 retaliation for making any good faith reports, and every effort will be made to maintain confidentiality. You are obliged to cooperate with investigations into violations of The Code and must always be truthful and forthcoming in the course of these investigations.

### **IV. IBI ’s Code of Ethics (The Code)**

### **A. Personal Conduct and Professional Integrity**

IBI staff, and contractors must act with honesty, integrity and openness in all 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 IBI 's best interests and which may reflect unfavorably upon your position within IBI . Employees are also responsible for complying with the guidelines contained in the IBI Employee Handbook.

### **B. Legal Compliance**

IBI conducts business in compliance with all applicable laws and regulations. Because we conduct business around the world, we are required to comply with the laws of the United States and the laws applicable to each location in which we operate. Compliance with the law is the minimum standard for our performance; it does not encompass our entire ethical obligation. We also have high ethical principles that guide our work performance, and we conform to a strict standard of moral, professional, and ethical conduct. At times, this Code establishes requirements for our behavior that go beyond our legal obligations.

## **V. Conflicts of Interest**

In the course of your association with IBI , there may be times when your personal interests conflict, or could appear to conflict, with the best interests of IBI . If you believe you are in such a situation, you should speak to your supervisor or the Vice President of Operations. 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 relating to the situation. Some common types of conflicts of interest may include financial investments, personal relationships, and affiliation with other organizations. Because of the strong potential for a conflict of interest, you should not supervise or be in a position to influence the hiring, work assignments, or performance assessment of someone with whom you have a close personal relationship.

## **VI. Disclosure of Information**

You shall exercise the utmost discretion with regard to all matters relating to the activities of IBI both during and after your service with IBI has ended. IBI '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 organizational developments.

## **VII. Publications and Public Speaking**

IBI encourages its employees, contractors, or associates to publish or engage in public speaking in order to disseminate or facilitate the dissemination of knowledge and experience that advances the mission of IBI and broadly embraced goals of development. To ensure consistency and quality, during the term of your employment, it is your duty to obtain prior approval by your supervisor, which shall not unreasonably withheld, in order to publish, or cause to be published, any book, pamphlet, article, letter or other document relative to the policies or activities of IBI ; or deliver any lecture, public testimony or statement, or through electronic media or press conference or grant press interviews on IBI policies, activities or questions; or speak on behalf of IBI or state its policies.

## **VIII. Political Activity**

IBI respects the political process, including the limits imposed on corporate involvement in lobbying and contributions. We are committed to full compliance with all laws controlling our ability to participate in this arena. IBI does not prohibit employees from participating individually in the political process. Such activities must take place on the employee's own time and at the employee's own expense. Each employee is responsible for complying fully with all laws and regulations relating to political contributions and interactions with government officials. Employees may not engage in political activities that could potentially conflict with their work duties and responsibilities to IBI, including but not limited to, acting as an advisor to or spokesperson for candidates for public office. No manager, supervisor, employee, agent, or third person who represents IBI in political or governmental matters shall apply any pressure, direct or indirect, to any employee in a way that infringes on an employee's right to decide whether, to whom, and in what amount a personal political contribution is to be made.

### **IX. Economic and Financial Activity**

It is IBI's policy to not engage in any form of speculation in currency exchange; or otherwise handle financial transactions in violation of U.S. foreign funds and assets controls especially under E.O 13224 also known as OFAC; act as an intermediary in the transfer of private funds for persons in country to persons in another country, including the United States; sell or dispose of personal property, including automobiles, at prices producing profits that result primarily from import privileges derived from your status as an employee of IBI .

### **X. Sexual Abuse, Harassment, and Exploitation**

IBI is committed to protecting the safety, security, and dignity of each and every beneficiary, employee, contractor, intern, volunteer, client, partner, or other individual associated with our organization. Employees are expected to maintain high standards of professional and personal behavior while on assignment for IBI. IBI employees are obligated to report suspected incidents of sexual abuse, harassment, or sexual exploitation. IBI will respond to all reports of actual or alleged abuse, irrespective of the nature of the referral, the age of the person reporting, who the allegations are about or who the referrer is or where she/he is from.

### **XI. Whistleblower Policy**

This Code of Ethics requires senior leadership, officers, employees and contractor's to observe the highest standards of ethics in the conduct of their duties and responsibilities. In addition to their own personal compliance with the Code, senior leadership, officers, employees and contractors are expected to report violations or suspected violations in accordance with this Whistleblower Policy.

#### **A. Reporting Violations**

Employees may report violations or suspected Code violations to anyone in management, although it may best to start with the supervisor who is in the best position to address the area of concern. Employees who are not comfortable speaking with the supervisor are encouraged to speak with the IBI Vice President, Operations who is the Compliance Officer for the organization. The Compliance Officer has the responsibility to investigate all reported violations.

Senior leadership and contractors should report violations or suspected violations of the

Code directly to the Compliance Officer.

### **B. Compliance Officer**

The Director of Contracts and Compliance is IBI's designated Compliance Officer. The Compliance Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code and, at their discretion, shall advise the CEO. The Compliance Officer has direct access to the CEO and is required to report the CEO at least once annually on compliance activity. The Compliance Officer may be contacted by email at [ecarley@ibi-usa.com](mailto:ecarley@ibi-usa.com) or [reporthelp@ibi-usa.com](mailto:reporthelp@ibi-usa.com).

### **C. Acting in Good Faith**

Good faith is an abstract and comprehensive term that encompasses a sincere belief or motive to act without any malice or the desire to defraud others.

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 indicates a violation of the Code.

### **D. No Retaliation**

This Whistleblower Policy 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. Any employee who retaliates against someone who has reported a violation in good faith is subject to discipline, up to and including termination of employment.

### **E. Confidentiality**

Violations or suspected violations of the Code may be submitted on a confidential 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 promptly investigated and appropriate corrective action will be taken if warranted by the results of the investigation.

## **XII. Signature and Acknowledgment**

All new employees must sign this document confirming that they have read The Code and understand its provisions. Current employees will be required to read the Code and sign this document on an annual basis.

Failure to read The Code or to sign does not excuse an employee or volunteer from complying with the terms of The Code.

I acknowledge that I have been given a copy of IBI Code of Ethics and Business Conduct and I understand that I am expected to read, understand, and adhere to its policies. Furthermore, I understand that failure to adhere to The Code could lead to disciplinary action up to, and including termination.

Name of Employee: \_\_\_\_\_ (please print clearly)

Signature of Employee: \_\_\_\_\_ Date: \_\_\_\_\_