

Code of Conduct

Principles for integrity

The underlying ethics for achieving our goals

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1 Introduction

The purpose of our Code of Conduct is to express the commitment of Fondation Botnar (the foundation) to the highest level of integrity. The activities of the foundation are strongly interlinked with our society, in particular children, as we seek to empower people to care for themselves. As a partner with purpose, we value transparency, being distinct and being a pioneer for positive impact.

Our Code of Conduct was established by the Strategic Learning and Evaluation Manager in collaboration with the Executive Team. The scope of our Code of Conduct is derived from a reflection of Fondation Botnar's values, along with a benchmark of Swiss and international foundations to identify further relevant ethical perspectives.

Employees of Fondation Botnar are expected to conduct relationships with each other, the foundation and external partners according to these values. The Management Team and Board Members agree to the fulfilment of our Code of Conduct and will enforce consequences if any violation of it becomes evident. Our Code of Conduct is therefore the point of reference for Fondation Botnar to work in an ethical manner and with integrity.

The following guidelines support the foundation in achieving its long-term goals in an ethical manner and provide a solid framework for addressing any ethical violations. These guidelines will be regularly reviewed and adapted according to best practices and the ongoing learning and experience of the foundation.

1.1 Mission

The foundation has a clearly stated mission and purpose:

"To seize the big opportunity to improve the wellbeing of children and young people in vibrant, growing secondary cities around the world, by connecting diverse players in innovative urban environments, investing in digital solutions and jointly developing scalable and sustainable business models."

All its projects support that mission, and all who work for or on behalf of the foundation are expected to understand that mission and purpose.

The safeguarding of children is integral to the execution of our activities; children will always be treated with respect, regardless of their gender, ethnic or social origin, language, religious or other beliefs, disability, sexual orientation or other status.

1.2 Applicability

This Code of Conduct applies to:

- * Employees of Fondation Botnar
- * Members of the Foundation Board, commission members and advisors to the Board
- * Employees of Fondation Botnar's partner organisations / grantees and their implementing (subcontracting) partners
- * Interns, other contracted personnel and business partners (e.g. consultants)
- * Volunteers and visitors sent by the foundation to programs funded/supported by Fondation Botnar

The Code of Conduct applies to all activities and functions executed on behalf of Fondation Botnar.

As part of the onboarding process, employees and members of the Board are familiarised with our Code of Conduct. By signing the Code of Conduct as part of their contract, they confirm that they acknowledge and will follow the Code of Conduct. For employees and all those to whom our Code of Conduct applies, the Code of Conduct shall be used as a guideline to raise critical questions when taking decisions that might have ethical implications. It is encouraged to think before acting and to seek guidance when unsure.

1.3 Reporting mechanism

All those to whom our Code of Conduct applies are required to closely reflect and align their activities accordingly. If questions occur or irregularities are observed, members of staff should report issues in any of the following ways:

- * Anonymous report via post or through the whistle blowing system
- * Contact the person responsible for ethics and compliance (Chief Operating Officer)
- * Contact their line manager

A whistle blowing system is in place, which enables the direct and anonymous (depending on local regulations) reporting of incidents using different methods of communication (hotline or website).

2 Code of Conduct

2.1 Working with integrity

- * We adhere to the general legal principles of Swiss law and, where applicable, local laws (e.g. GDPR).
- * We act professionally, honestly, openly and with integrity.
- * We consider sustainable development by taking a balanced account of social, ecological and economic interests.
- * We do not exploit our position/function for any private purposes or personal advantages.
- * We do not accept bribes and decline any undue benefits (as stated in the Personnel Regulations and the Conflict of Interest Policy) that are offered.
- * We do not bribe, nor do we incite others to bribe, and we do not grant any undue advantages to officials, companies or other persons.
- * We reject any act of violence or harassment of any nature.
- * We work inclusively and do not tolerate any form of discrimination.
- * We avoid and declare conflicts of interest by adhering to the Conflicts of Interest Policy.
- * We follow the Grant-Making Policy in the service of applicants and grantees.
- * We have a learning culture and are committed to learning from failure.
- * We proactively seek feedback across hierarchies and learn from it.

2.2 Governance

The foundation has a Board that is responsible for setting the mission and strategic direction, and that provides an oversight of the finances, operations and policies of Foundation Botnar. The Board ensures that:

- * Its members have the requisite skills and experience to carry out their duties and fulfil their governance duties, acting for the benefit of the foundation and its purpose;
- * The Chief Executive Officer and relevant staff provide the Board with timely and comprehensive information so that the governing body can effectively carry out its duties;
- * The foundation conducts all transactions and dealings with integrity and honesty;
- * The foundation promotes working relationships with Board members, staff and grantees that are based on mutual respect, fairness, trust and openness;

- * The foundation is fair and inclusive in its hiring and promotion policies and practices for all Board members and staff positions;
- * Policies of the foundation are set down in writing, clearly articulated and officially adopted;
- * The foundation has the capacity to carry out its programs effectively.

2.3 Working with children

All those covered by our Code of Conduct commit to respecting, promoting, upholding and protecting the rights of children always, as set out in the UN Convention on the Rights of the Child, the Paris Declaration on Aid Effectiveness as well as the Child Protection Policy of Fondation Botnar.

2.4 Working with partners

- * We take our Code of Conduct as the basis for cooperation and relations with both legal entities and natural persons and partners. We guarantee this basic position by inserting the following integrity clause in contractual agreements:
- * "The contractual partner undertakes, within the framework of this contractual relationship (i.e. with regard to the services and benefits defined in this agreement), to respect the Fondation Botnar Code of Conduct and to take all necessary measures to avoid any misconduct. Our Code of Conduct is deemed to form an integral part of the contract; any negligent or wilful breach thereof may lead to early termination of the contract on serious grounds."
- * We only work with partners who are aligned with Fondation Botnar's values and interests, and who confirm that, in their activities with Fondation Botnar and in the entire service provision process, they adhere to the corresponding applicable legal provisions.

2.5 Origin and use of financial resources

- * We reduce the risk of unintentional involvement in unethical practices by following a due diligence procedure before involvement with external parties.
- * We utilise financial means exclusively for the aims stipulated in the statutes.
- * We effect transactions in accordance with the Signatory Authority Policy and the corresponding dual-control principle.
- * We verify all transactions in accordance with correct, comprehensive and lawful bookkeeping.
- * Accepting money with an illegal origin or its concealment is prohibited.
- * We ensure that all payments and financial contributions are not used as a pretext for corruption.

- * We aspire to all assets of Fondation Botnar being invested ethically.

2.6 Reporting and investigation

All parties to which our Code of Conduct is applicable are obliged to report concerns, suspicions, allegations and incidents that indicate actual or potential breaches of our Code of Conduct. The whistle blowing policy outlines the procedure for such reports.

Fondation Botnar is committed to responding appropriately and effectively to all allegations and suspicions of abuse, both current and historical, through complaint mechanisms that are simple, clear, fair and accessible to all stakeholders, including children. The Executive Team as well as the Board are committed to this task with high priority.

All those subject to complaints will be treated fairly and in line with the principles of natural justice (i.e. rule against bias and the right to a fair hearing). Investigations will be objective and transparent and will be guided by external professional expertise and support when required. To the extent reasonable, the foundation will strive to maintain confidentiality to protect the affected individual(s), subject to its goal of engaging in a thorough investigation. The foundation may, however, be required to disclose the allegations or result of the investigation to the authorities.

2.7 Sanctions

Fondation Botnar will monitor the implementation of our Code of Conduct. Fondation Botnar reserves the right to terminate its collaboration with the accused party immediately if no satisfactory action is taken or if not enough information is provided in the event of a suspicious incident. If necessary, legal action shall be taken.

3 Reviews and amendments

Our Code of Conduct must be reviewed regularly and amended if necessary. Resolutions about the amendment of this code may be passed at any time.