

## Third Party Code of Conduct

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Policy owner	Chief Operating Officer
Status	Confidential

### Introduction

FSD Kenya's Third Party Code of Conduct (the Code) highlights the minimum standards of integrity and business conduct FSD Kenya expects of its third parties with which it engages. The Code is not a substitute for third parties' accountability and responsibility to exercise good governance.

### Scope

All third parties should adhere to the overarching principles of the Third Party Code of Conduct. Each third party must confirm in writing that they have reviewed the Code and understands and agrees to it before being onboarded.

### Policy elements

All third parties are bound by their contract to follow the Third Party Code of Conduct while engaging with FSD Kenya.

The components of the Code of Conduct are:

#### 1. **Compliance with laws and regulations.**

FSD Kenya is committed to monitoring compliance against its internal policies and procedures, local laws and regulations.

As an FSD Kenya third party:

- a. I will have adequate mechanisms in place to ensure compliance with the Code, applicable FSD Kenya policy and procedures and local laws and regulations.
- b. I will provide complete and accurate information to facilitate due diligence efforts undertaken by FSD Kenya, where requested.

- c. I will promptly implement, as advised, remediation plans prescribed by FSD Kenya in instances where I am found to violate FSD Kenya's internal policy and procedures, laws and regulations and/or the Code.

## **2. Whistle blowing and non-retaliation.**

FSD Kenya is committed to addressing potential violations and protecting its partners and employees against retaliation for reporting concerns. Procedures have been set out on how suspicions or allegations of aid diversion, fraud, money laundering or counter-terrorism finance can be reported.

As an FSD Kenya third party:

- a. I will report in good faith any concerns in connection with FSD Kenya's operations and potential violations of this Code, laws, regulations, or ethical standards to the following whistleblowing hotlines that provide for anonymous reporting and are available 24/7 by

Send an email to [transparency@fsdkenya.org](mailto:transparency@fsdkenya.org)

or to [FSDspeak-up@kpmg.co.ke](mailto:FSDspeak-up@kpmg.co.ke)

or call the free hotline  
number **0800 721194**

or anonymously through  
the web portal: [www.thornhill.co.za/kpmgethicsportal](http://www.thornhill.co.za/kpmgethicsportal)

## **3. Conflict of interest**

FSD Kenya is committed to identifying and addressing real and potential conflicts of interests that may arise in the course of carrying out its activities.

As an FSD Kenya third party:

- a. I will notify FSD Kenya of actual or potential conflict of interest that may impact my engagement with FSD Kenya on a timely basis.
- b. I will not be associated or involved in any way, directly or indirectly, with the preparation of the design, specifications and/or other documents used as part of any selection for which I am submitting a bid or proposal.
- c. I will put in place relevant measures to mitigate conflict of interest risks.

## **4. Corruption and bribery**

FSD Kenya does not tolerate corruption or bribery in any form. Soliciting, accepting, offering, promising or making other improper payments, including facilitation payments, is strictly prohibited.

As an FSD Kenya third party:

- a. I will comply with all applicable laws and regulations relating to corruption in any form, including bribery, fraud, and facilitation payments.
- b. I will not accept, offer, promise, or give undue advantage, favour or incentive that has no legitimate business purpose of influencing decision making.
- c. I will report if approached or solicited as per the whistleblowing mechanisms put in place by FSD Kenya.

#### **5. Gifts and hospitality**

While accepting gifts and hospitality in certain circumstances may further FSD Kenya's interests this must be balanced with upholding high standards of propriety and guarding against any reasonable suspicion of perceived or actual conflicts of interest or an undue obligation being created.

As an FSD Kenya third party:

- a. I will comply with FSD Kenya conflict of interest policy.
- b. I will not provide or accept gifts or hospitality with the intention of influencing of the recipient.
- c. I will provide or accept gifts or hospitality within the reasonable limits.

#### **6. Economic crime and money laundering**

FSD Kenya does not tolerate economic crime, including money laundering and terrorist financing activities.

As an FSD Kenya third party:

- a. I will not provide any service or enter into any arrangement that may constitute FSD Kenya being involved directly or indirectly in economic crime, including money laundering activities.
- b. I will not channel any funds to, or support illegal activities such as terrorism, tax evasion, fraud, etc.

#### **7. Fair competition**

FSD Kenya is committed to fair competition and does not tolerate anti-competitive behaviour.

As an FSD Kenya third party:

- a. I will not engage in unfair competition in any form under applicable antitrust and competition laws and regulations, either alone or in collusion with other entities or individuals.
- b. I will not enter into any agreement, formally or informally, to unlawfully restrict competition and/or influence pricing within the market.

**8. Value for money and governance**

FSD Kenya seeks to maximize development results while driving cost efficiency throughout the programme's lifecycle.

As an FSD Kenya third party:

- a. I will pursue continuous improvement and enhance my governance structures to reduce waste and improve efficiency.
- b. I will be open and honest about my capacity and capability, accepting accountability and responsibility for my performance.

**9. Safeguarding and human rights**

FSD Kenya is committed to providing equal opportunities to all and a safe and non-discriminatory working environment.

As an FSD Kenya third party:

- a. I will not discriminate against any individual in my employment or hiring practice. This includes discrimination based on race, ethnicity, colour, age, gender, sexual orientation, political inclination, religion etc.
- b. I will provide a working environment free of abusive, violent, threatening, disruptive behaviour, sexual harassment, and bullying.
- c. I will not engage in forced or compulsory labour in any form.
- d. I will not employ children in any manner that is economically exploitative or is likely to interfere with the child's health. Strict adherence to the minimum legal age limit will be observed during hiring.
- e. I will not commit any act of sexual exploitation, sexual abuse or sexual violence.
- f. I will not engage in any sexual activity with any of the beneficiaries (adult or child), or with any persons under the age of 18 years, regardless of the age of majority or consent locally.
- g. I will not exchange money, employment, goods, or services for sex, including sexual favours or other forms of humiliating, degrading or exploitative behaviour. This prohibition extends to any use of sex trade workers.
- h. I will not produce, procure, distribute, or use pornographic material within FSD Kenya's offices or using the organization's equipment. This includes accessing pornographic websites or sending pornographic emails.

**10. Health and Safety**

FSD Kenya is committed to providing a healthy and safe working environment in line with applicable Occupational Safety and Health Administration (OSHA) standards.

As an FSD Kenya third party:

- a. I will provide adequate occupational safety training for employees.
- b. I will identify, assess, and control potential exposure to safety hazards.

**11. Environment**

FSD Kenya is committed to preventing harm to the environment and minimizes environmental damage.

As an FSD Kenya third party:

- a. I will comply with relevant national environmental legislation and discharge permits.
- b. I will work to achieve energy efficiency and minimize harmful discharge, emissions, and waste production.

**12. Confidentiality and data protection**

FSD Kenya respects the privacy and confidentiality of information relating or belonging to its clients, partners, staff and others. FSD Kenya protects personal and other confidential information in all forms.

As an FSD Kenya third party:

- a. I will handle and disclose personal data and confidential information obtained during my engagement with FSD Kenya, only as authorized by FSD Kenya and as required by applicable laws and regulations.
- b. I will protect personal data and confidential information against unauthorized and unlawful use, access, loss, damage, or destruction.
- c. I will not use, in a manner not authorized, intellectual property obtained in the course of my relationship with FSD Kenya.
- d. I will use security controls that meet FSD Kenya's minimum requirements to maintain and protect information, physical and electronic assets.

**Referenced Documents**

- a. Procurement policy
- b. Whistleblowing policy
- c. Anti-bullying and harassment policy
- d. Counter terrorism financing and anti-money laundering policy
- e. Anti-fraud and Anti-corruption Policy
- f. Conflict of interest policy
- g. Safeguarding and Prevention of Sexual Abuse Policy
- h. Health and safety policy
- i. Data protection policy
- j. Information Technology Policy

**Acknowledgement**

I, \_\_\_\_\_, confirm that I have read and understood this Third Party Code of Conduct, and I agree by its terms, which form part of the conditions of my contractual agreement with FSD Kenya.



Creating value through  
**inclusive finance**

Signature \_\_\_\_\_

Date \_\_\_\_\_