



*Agricultural solutions to end hunger and poverty.*

# Code of Business Ethics and Conduct

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*Updated May 2019*

*Disclaimer: The Fintrac Code of Ethic and Conduct does not substitute any federal or local regulation, code or law. If you have any questions or don't understand any section, please contact your supervisor. Adherence to the Code of Ethics and Conduct is a condition of continued employment. The Code of Ethics and Conduct may be changed at any time by Fintrac without notice.*

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## A Message from Fintrac's President

As a leading provider of agricultural services worldwide, we at Fintrac are proud of our reputation for quality, honesty, and accountability. For almost 30 years, Fintrac has implemented international projects promoting the latest farming technologies with the goal of fortifying links in the farm-to-market value chain to increase incomes of producers and eradicate poverty in their communities. We are committed to achieving the best results for our donors, partners, and beneficiaries, and it is important that these results are delivered effectively, clearly demonstrating value for investment.

As a Fintrac employee, contractor, grantee, or representative, it is our expectation that you will always conduct Fintrac business in a manner consistent with the highest standards of business ethics and practices, including adherence to applicable legal regulations and financial management criteria. We have therefore established a Code of Business Ethics and Conduct that provides a set of guiding principles for conducting business on our behalf, and for interacting with our customers and the communities that we serve. Please take the time to review this document carefully.

We value a work environment that supports open and honest communication, and one in which any potentially unethical or illegal conduct is identified and addressed. Our corporate success depends not just on each of us contributing to the Fintrac mission of ending hunger and poverty, but also to every one of us following a Code of Ethics and demonstrating unquestionable integrity.

Thank you for supporting these goals.



Claire Starkey  
President

## Introduction

Fintrac requires that all employees, contractors, and agents comply with all laws, rules, and regulations applicable to Fintrac wherever it does business, and that all such individuals conduct themselves in a manner consistent with the highest standards of business ethics and practices. If you become aware of the violation of any law, rule, or regulation by the Company, whether by its officers, employees, directors, or any third party doing business on behalf of the Company, it is your responsibility to promptly report the matter. It is important to remember that Fintrac must be made aware of potential corporate misconduct before it can take corrective action.

Upon receipt of any employee complaint or concern regarding possible corporate misconduct, Fintrac will conduct a prompt investigation. All investigations are kept confidential to the extent possible, and normally involve interviews with those involved as well as a review of relevant materials, documents, and procedures. If warranted, Fintrac will take prompt remedial action to correct any such misconduct and prevent future misconduct. **No retaliation will be tolerated against any employee for making a good faith report of corporate misconduct or potential misconduct.** Any attempt at retaliation will be subject to appropriate disciplinary action, up to and including termination. The text box below explains applicable US government regulations regarding ethics and compliances.

### US government regulation regarding ethics and compliance

Effective December 2007, the *Federal Acquisition Regulation (FAR)* was modified to substantially increase the ethics and compliance requirements for government contractors. The new regulations set forth the government's policy in this regard and implement several mandatory requirements. FAR Part 3, Improper Business Practices and Personal Conflicts of Interest, has been revised to include new Subpart 3.10, titled "Contractor Code of Business Ethics and Conduct." This new subpart prescribes "policies and procedures for the establishment of contractor codes of business ethics and conduct, and display of agency [Office of the Inspector General (OIG)] fraud hotline posters."

Initially, the regulation states that "contractors must conduct themselves with the highest degree of integrity and honesty" and that "contractors should have a written code of business ethics and conduct." To promote compliance with their code, "contractors should have an employee ethics and compliance training program and an internal control system." The training program and internal controls should be "suitable to the size of the company and the extent of its involvement in government contracting." At a minimum, the training program and internal control system must "facilitate timely discovery and disclosure of improper conduct" and "ensure corrective measures are promptly instituted."

Further, the FAR provides several minimum requirements to establish these regulations. The Code of Conduct clause is only to be used for contracts that are expected to exceed \$5 million in value and that have a performance period of 120 days or more. The Fraud Hotline Poster clause is required when the agency has a fraud hotline poster or if the contract is funded with disaster assistance funds, and exceeds \$5 million in value or such lesser thresholds as established by the agency.

## Responsibility to Clients

Fintrac requires its employees and third party providers to comply with all laws, rules, and regulations applicable to Fintrac wherever it does business, and that individuals conduct themselves in a manner consistent with the highest standards of business ethics and practices. The following sections provide specific guidance on common cases that might violate US Federal Regulations and/or this Code of Business Ethics and Conduct.

### 1.1 Internal Controls and Procedures

Fintrac policy requires that records are maintained that truthfully and accurately reflect all project transactions and that each project must maintain a system of internal accounting controls that will ensure the reliability and adequacy of its technical records and financial transactions. To ensure these requirements are met, Fintrac has established field and home office policies and procedures that require management oversight and approvals for each transaction, and that financial statements are prepared accurately and in a timely manner. Fintrac staff members who are involved in accounting controls and procedures must be familiar with Fintrac's policies, accounting controls, procedures and records, and are personally responsible for their accuracy.

### 1.2 Conflict of Interest (COI)

As a US incorporated company implementing US government contracts, Fintrac is obliged by US government regulations concerning individual and organizational COI. This section provides rules regarding COI that apply to all Fintrac staff and third party providers representing Fintrac regardless of country of operation. In addition, Fintrac's Code of Business Ethics and Conduct expands this definition of COI to include specific guidelines about hiring and supervising donor agency staff and family members.

A **Conflict of Interest** is a situation in which an individual or corporation exploits their official or professional position in some way for their personal or corporate benefit. COI rules are designed to keep individuals and/or companies from exercising unfair advantage through privileged knowledge or access to information. Examples of COI include cases when a Fintrac employee, contractor, or agent:

- Obtains information about future bids through other than transparent and official channels that will be used to create unfair advantage in a bidding process.
- Intentionally seeks any financial or other beneficial information regarding a competitor from one of the company's suppliers, customers, or competitors.
- Accepts money, gifts of other than nominal value<sup>1</sup>, excessive hospitality, loans, guarantees of obligations, or other special treatment from any employee, supplier, customer, or competitor.
- Participates in any sale, loan, or gift of Fintrac or project property without first obtaining written approval from the relevant chief of party or President.

**Q: What should I do if someone offers me money or favors, such as meals or gifts, for information that I may have regarding current or future projects that Fintrac is working on?**

A: Accepting money or favors for information is a violation of Fintrac's Code of Business Ethics and Conduct. If put in this situation, you should report the incident immediately to your project COP, supervisor, or the EthicsPoint HelpLine.

**Q: What do I do if I am not sure if a conflict of interest exists?**

A: Staff members should avoid any questionable activities and review Fintrac's Code of Business Ethics and Conduct as well as the Global Employee Manual. If there is any question on a particular incident, staff should consult with their supervisor or the home office human resources director prior to any activity that might raise a COI.

<sup>1</sup> Nominal value is defined in each country's personnel manual. For US-based employees, the limit is \$30 and typically cannot involve more than a paid lunch or dinner.

- Learns of a business opportunity through association with the company and discloses it to a third party for the purposes of profiting from that exchange of information.
- Uses Fintrac or project property, information, or position for personal gain.
- Receives payment from non-Fintrac sources for work he/she is expected to perform during his /her Fintrac employment.
- Participates as a technical advisor to a selection board or participates as a voting or nonvoting member of a selection board to award Fintrac a contract or grant.

All Fintrac staff, contractors, and consultants should maintain objectivity, ethics, and personal integrity in all matters and avoid doing anything illegal or unethical. Fintrac's company policy prohibits conflicts between the interests of its staff and the company. Staff must refrain from participating, or giving the appearance of participating, in any activity that compromises their ability to render fair, impartial judgments on behalf of Fintrac's clients or beneficiaries as well as in the development of new business opportunities.

While not all conflict situations are expressly covered in this section, each situation should be examined on the basis of its particular facts and the nature of the proposed contract. The exercise of common sense, good judgment, and sound discretion is required in both the decision on whether a potential conflict exists and, if it does, the development of an appropriate means for resolving it. Staff and consultants who have questions about a potential COI should consult with either their direct supervisor or Fintrac's human resources director.

Conflict of interest violation and other unethical behavior is also covered in Fintrac's Global Employee Manual; a relevant excerpt is shown below.

#### **Excerpt from Fintrac's Employee Manual: Employee Code of Conduct**

Due to their seriousness, occurrences of any of the following violations may result in disciplinary action leading up to and including immediate dismissal without warning:

- Negligence or any careless action that endangers the life or safety of another person.
- Being intoxicated or under the influence of controlled substances while at work; use, possession or sale of controlled substances in any quantity while on company premises except medications prescribed by a physician that do not impair work performance.
- Unauthorized possession of firearms, weapons or explosives on company property or while on duty.
- Engaging in criminal conduct or acts of violence, or making threats of violence toward anyone on company premises or when representing Fintrac; fighting, or horseplay or provoking a fight on company property; or negligent damage of property.
- Threatening, intimidating, or coercing fellow employees on or off the premises at any time, for any purpose.
- Engaging in an act of sabotage; willfully or with gross negligence causing the destruction or damage of company property, or the property of fellow employees, clients, suppliers, or visitors in any manner.
- Theft of company property or the property of fellow employees; unauthorized possession or removal of any company property, including documents, from the premises without prior permission from management; unauthorized use of company equipment or property for personal reasons; using company equipment for personal profit.
- Dishonesty; willful falsification or misrepresentation on your application for employment or other work records; lying about sick or personal leave; falsifying reason for a leave of absence or other data requested by Fintrac; alteration of company records or other company documents.
- Violating the confidentiality policy; disclosing confidential or proprietary Fintrac information to competitors or other organizations or to unauthorized Fintrac employees; working for a competing business while a Fintrac employee; breach of confidentiality of personnel information.

- Malicious gossip and/or spreading rumors; engaging in behavior designed to create discord and lack of harmony; interfering with another employee on the job; willfully restricting work output or encouraging others to do the same.
- Any proven act of harassment, sexual, racial or other; telling sexist or racial-type jokes; making racial or ethnic slurs.
- Insubordination or refusing to follow reasonable instructions pertaining to your work; refusal to help out on a special assignment.
- Unsatisfactory or careless work; failure to meet production or quality standards as explained to you by management; mistakes due to carelessness or failure to get necessary instructions.
- Failure to report an absence or late arrival; excessive absence or lateness.
- Obscene or abusive language toward any supervisor, employee or customer; indifference or rudeness towards a customer or fellow employee; any disorderly/antagonistic conduct on company premises.
- Failure to immediately report damage to, or an accident involving company equipment.
- Excessive use of company telephone or company time for personal calls or the company Internet for personal use.
- Misuse of a Fintrac corporate credit card or misappropriation of company funds.

### **1.3 Anti-Fraud Policy**

Fintrac employees have a responsibility to ensure that Fintrac's resources are used for legitimate and appropriate business/project needs. Fraudulent and dishonest behaviors are not tolerated. Employees at all levels are responsible for exercising due diligence and control to prevent, detect, and report acts of fraud. Fraud includes, but is not limited to:

- Dishonest or deceitful acts
- Embezzlement
- Forgery of a signature
- Forgery or alteration of negotiable instruments such as Fintrac checks, forms, and documents
- Misappropriation of Fintrac or project assets
- Conversion to personal use of cash, securities, supplies or any other Fintrac asset
- Unauthorized handling or reporting of Fintrac transactions
- Falsification of Fintrac records or financial statements for personal gain or other reasons

Employees who are aware of, or have a reasonable basis for believing that fraud, dishonest activity, or misappropriation, or other fiscal irregularities have occurred must promptly report the suspected or known activity. Employees who commit acts of fraud or fail to report known fraud will be subject to disciplinary action up to and including termination of employment. It is Fintrac's policy to identify and promptly investigate any possibility of fraudulent or related dishonest activities and, when appropriate, to pursue legal remedies available under the law.

### **1.4 Maintaining Business Ethics Standards in Procurement**

In addition to following regulations and good accounting practice, Fintrac expects its staff, contractors and consultants to maintain high standards of Business Ethics and Conduct in the procurement of goods and services. Fintrac's standards apply to any purchase whether it is financed using contract funds or Fintrac's own resources.

Fintrac staff and third party providers representing Fintrac must avoid violating legal and ethical standards during the process of procurement. The following are examples of situations that could violate these standards and should immediately be brought to attention:

- If Fintrac or a project vendor or service provider employs a spouse or an immediate family member of a staff member or consultant.
- If a Fintrac staff member or consultant has disclosed any confidential information, without prior approval to a vendor or service provider who is bidding on a contract with Fintrac.

All Fintrac staff must immediately disclose any relevant direct or indirect business relationship with any vendor or service provider that is under consideration for the procurement of goods or services.

### 1.5 Representing Fintrac

Fintrac's success and growth depends largely upon our staff's ability to represent the company at various field-based and Washington functions such as trade shows, training sessions, workshops, and meetings. In each instance staff members have a responsibility to discuss their specific program and Fintrac's products and accomplishments with any and all interested parties. Staff members who are on billable project assignments must take special care to avoid directly marketing Fintrac to individuals or audiences who are not linked with meeting specific project objectives. These representational activities may never be undertaken at the expense of an existing project.

For instance, it would be **appropriate** for a full-time project staff member to make a Fintrac and/or project presentation to a group farmers or businessmen who are interested in agriculture investment in a country, which would ultimately contribute to a project's overall objectives such as income, job, or investment growth. Likewise, it would be **appropriate** to discuss a project with visiting dignitaries, including US government or congressional visitors who would be eager to learn how a successful agriculture project operates. These discussions ultimately support USAID overall objectives with decision makers in Washington.

It would be **inappropriate** for a full-time project staff member to make a presentation or hold direct meetings/discussions with unrelated USAID Mission staff in another country or in Washington if the intent was to market Fintrac services in order to win new business for the company. It is encouraged to coordinate with your COP or supervisor if you, as a private person, are engaged in any advocacy or lobbying activities with the government on topics that are related to Fintrac's projects or mission. While Fintrac respects the fact that you, as a citizen may act freely and enjoy all your civil and political rights, some advocacy activities might be contradictory to the goals of Fintrac.

If you have any questions regarding representational activities, it is best to contact Fintrac President Claire Starkey.

### 1.6 Using Best Practices

Fintrac is committed to regularly identifying and adopting relevant best practices to assist Fintrac and its partners to enhance and improve development activities. Examples include:

- Undertaking reasonable steps to be informed of, and to comply with, federal and local laws and regulation.
- Avoiding arrangements that violate laws and accepted business practices.
- Establishing and maintaining safe working conditions for beneficiaries.
- Maintaining appropriate environmental standards.

#### **Q: Are subcontractors required to follow the same ethical guidelines?**

A: Yes, absolutely. Since Fintrac is responsible for all funds allocated under its US government contracts, including funds passed through to subcontractors and grantees, we insist on ethical and honest behavior as it relates to work under our contracts. In addition, the US government has increased Fintrac's oversight and reporting responsibilities for subcontractors in cases where:

- The prime contract includes the clause FAR 52.203-13;
- The subcontract is for a total amount of \$5.5M or more; and,
- The subcontract is over 120 days in duration.

In these cases, Fintrac needs to ensure the subcontractor/subgrantee has an ethics program and that those staff are aware of it.

- Exercising due diligence in cost controls, and adopting clear and responsible billing procedures.
- Promoting an environment that is free of discrimination, harassment, and retaliation.

### 1.7 Contracts and Grants

In addition to Fintrac business policies, each project has specific guidelines in their contract clauses and project manuals, as well as the referenced Federal Acquisition Regulations (FAR) and USAID Acquisition Regulations (AIDAR), in all contracts and grants. Staff and consultants should refer to applicable federal guidelines when procuring goods and services under US government-funded contracts. For questions or interpretation of these guidelines, or for specific advice, employees should consult with their project COP or supervisor. The extent of subcontractor and subgrantee involvement in and level of effort on a specific project should be clearly stated in each agreement. Fintrac staff should:

- Follow a competitive and transparent selection process when choosing subcontractors/grantees.
- Keep subcontractor/grantee proprietary information confidential.
- Not use resumes of subcontractor/subgrantee staff and consultants without permission.

### 1.8 Advance Spending

Neither staff nor consultants are authorized to commit to or to incur any expenditure without a valid and signed agreement.

### 1.9 Hiring and Business Ethics Policies

#### 1.9.1 Former Donor Agency or Host Country Government Employees

Care should be taken in all cases when considering potential hires from a donor or government agency where Fintrac has had, or is planning to have, a direct contract or new business activity that might be influenced by hiring the individual. There are regulations prohibiting agency or government employees being hired directly by contractors who have had business with those personnel. Fintrac staff considering hiring individuals who have these backgrounds must consult with the regulations specific to that agency, and discuss such decisions in advance with Fintrac’s human resources director.

#### 1.9.2 Hiring of Family Members of Donor Agency Employees

Because of the potential for the actual or appearance of a COI, Fintrac prohibits the hiring of immediate family members of those individuals who serve as the donor or government agency's point of contact, or who are otherwise directly involved in the awarding, implementation, supervision, or close out of a contract or grant with Fintrac. With the prior approval of the human resources director, Fintrac personnel may hire immediate family members of government or donor agency personnel who have no direct contact or supervisory responsibility for Fintrac projects.

**Q: Is the project I am working for required to follow this Code of Business Ethics and Conduct?**

A: Yes. While a Code of Business Ethics and Conduct is not currently a requirement on all of our contracts, Fintrac is committed to putting into place guidelines and work environments where the best ethical practices are encouraged and supported.

Fintrac will support this policy through periodic trainings, website information available to all employees on ethical practices and behavior, and management and human resource department support and assurances of confidentiality for any questions or reports of unethical or illegal behavior on the part of Fintrac employees or Fintrac-funded subcontractors.

**Q: Who is authorized to speak on behalf of Fintrac regarding an identified ethics or business violation case?**

A: In cases where there is an actual violation of federal law, only the president and CEO of Fintrac are authorized to notify the federal government.

### *1.9.3 Hiring Current or Former Employees of Competitors*

Fintrac frequently considers for employment individuals who currently do or in the past have worked for competitors. Consideration must be given to requesting and confirming that the potential employee has not signed a non-competitive clause with his/her previous employer that might prevent him/her from accepting employment with Fintrac for a defined period of time.

### *1.9.4 Hiring of Immediate Family of Fintrac Staff*

Recognizing that family members of Fintrac staff may have professional expertise appropriate to its work, Fintrac staff may consider and hire such persons for appropriate short- and long-term assignments. However, special circumstances and conditions apply when relatives seek employment or are employed by Fintrac. Due to the potential for perceived or actual conflicts of interest when relatives work at Fintrac, employees cannot work directly for or supervise a relative, or occupy a position in the same line of authority in which the employee can initiate or participate in decisions involving a direct benefit to the relative. For the purposes of this policy, a relative is defined as anyone related by blood, marriage, or law. The policy also includes and applies to domestic partners.

Employees are required to disclose, in writing to their immediate supervisor and local HR representative, any relationship as described above between themselves and an applicant, candidate, or current Fintrac employee. Failure to disclose may result in disciplinary action, up to and including termination of employment.

Fintrac reserves the right to reject an applicant who is a relative of an employee, or to reassign or transfer an employee in the event that the hire, promotion, or transfer would result in an employee exercising direct, or indirect control over the working conditions or salary of a relative. In rare circumstances, exceptions may be granted however any and all exceptions require executive approval to be obtained in advance.

### *1.9.5 Fintrac Staff with Spouses and/or Immediate Family Members Working for Clients*

In some situations, spouses, partners, and/or immediate family members of Fintrac staff work for donor or government agencies with which Fintrac has a contract. All Fintrac staff should be sensitive to potential COIs in these situations. Any Fintrac staff members who are inadvertently put into a potential COI situation should immediately report this to their supervisor.

## **1.10 Combating Trafficking in Persons**

### *1.10.1 Anti-Trafficking Policy*

Fintrac has a zero-tolerance policy against trafficking in persons. This includes, but is not limited to the following trafficking related activities:

- Engaging in any form of trafficking in persons, including sex trafficking.
- Procuring commercial sex acts.
- Using forced labor.
- Destroying, concealing, confiscating, or otherwise denying access by an employee to his or her identity or immigration documents, such as passports or licenses.
- Using misleading or fraudulent practices during recruitment or offering of employment.
- Using recruiters that do not comply with local labor laws of the country in which the recruitment takes place.
- Charging applicants, candidates, or employees recruitment fees.
- Failing to provide return transportation or pay the cost of return transportation at the end of employment for an employee who is not a national of the country in which the work took place

and who was brought to that country for the purpose of working on a US government contract or subagreement, unless the employee is legally permitted to remain in the country of employment and chooses to do so.

- Providing or arranging housing that fails to meet the host country's housing and safety standards.
- If required by law, failing to provide an employment contract, agreement, or other required work document in writing and in a language the employee understands.

Neither Fintrac nor any of its employees, contractors, subcontractors, subgrantees, agents, vendors, suppliers, clients, or other business associates shall engage in, support, or promote human trafficking or trafficking related activities. Employees are obligated to report known or suspected human trafficking violations or trafficking related activities. An employee or other party who violates this policy or fails to report a known or suspected violation will be subject to appropriate discipline by Fintrac, including, but not limited to, disclosure of the violation to government officials, when required by law or contract, and termination.

Fintrac forbids retaliation against anyone who files a complaint or reports a suspected violation of this policy. Any suspected violation should be immediately reported to EthicsPoint HelpLine at (866) 594-7521 in the U.S., (503) 619-1867 internationally or via [www.fintrac.ethicspoint.com](http://www.fintrac.ethicspoint.com).

Fintrac is proud of its reputation for quality, honesty, and accountability and it is our expectation that our employees, contractors, subcontractors, subgrantees, agents, vendors, suppliers, clients, or other business associates will always conduct themselves in a manner consistent with the highest standards of business ethics and conduct and in adherence with all applicable laws. Fintrac is committed to protecting human rights.

#### *1.10.2 Anti-Trafficking Compliance Plan*

Fintrac is proud of its reputation for quality, honesty, and accountability and it is our expectation that our employees, contractors, grantees, and representatives will always conduct Fintrac business and themselves in a manner consistent with the highest standards of business ethics and conduct and in adherence with all applicable laws.

The US government (USG) has a policy prohibiting human trafficking – Federal Acquisition Regulation (FAR) 52.222-50 Combating Trafficking in Persons (January 2019) and 52.222-56 Certification Regarding Trafficking in Persons Compliance Plan (March 2015). As a federal contractor, Fintrac is required to develop an anti-trafficking compliance plan that includes a process for reporting potential violations without fear of retribution and outlines the disciplinary actions for noncompliance with this policy.

#### **Recruitment and Wage Plan**

Fintrac prohibits the use of misleading or fraudulent practices during the recruitment of employees or offering of employment. Fintrac will always fully and accurately disclose, in a format and language understood by the employee or potential employee, information relating to terms and conditions of employment, wages and benefits, work location, living conditions (if applicable), housing and associated costs (if applicable), any significant costs to be charged to the employee or potential employee, and the hazardous nature of work (if applicable).

Other prohibited recruitment practices/engagement:

- Use of recruiters that do not comply with local labor laws of the country in which the recruiting takes place.
- Charging recruitment fees to any employee or potential employee.
- Destroying, concealing, confiscating, or otherwise denying access by an employee to his/her identity or immigration documents.

Fintrac will always:

- Provide employment contracts, recruitment agreements, and other required work documents (including information about the employee's wages, work, and rights) in writing, in a language the employee or potential employee understands. If an employee must relocate to perform his/her work, the work document will be provided to the employee at least five days prior to the employee's relocation.
- Pay all employees wages that meet applicable host-country legal requirements, or will explain variance(s) where applicable.
- Provide return transportation or pay for the cost of return transportation upon the end of employment for an employee who is not a national of the country in which the work took place and who was brought into that country for the purpose of working on a US government contract or subagreement.
- Provide return transportation or pay for the cost of return transportation upon the end of employment for an employee who is not a US national and who was brought into the US for the purpose of working on a US government contract or subagreement, if the payment of such costs is required under existing temporary worker programs or pursuant to a written agreement with the employee for portions of contracts and subagreements performed inside the US.

### ***Housing Plan***

When Fintrac provides housing to employees, housing will meet the host country's housing and safety standards.

### ***Subcontractor and Subgrantee Due Diligence and Safeguards***

Fintrac subcontractors, their employees and agents will be required to comply and fully cooperate with all applicable anti-trafficking policies. Fintrac will provide training on its anti-trafficking policy to these groups as necessary. Where applicable, Fintrac will include anti-trafficking FAR 52.222-50 and FAR 52.222-56 clauses in subcontracts and in contracts with recruiting agents. All subcontractors with awards in excess of \$500,000 for (1) supplies acquired outside the US, (2) supplies other than commercially available off-the-shelf items, or (3) services performed outside the US must have a compliance plan to prevent prohibited trafficking-related activities, and must upon request provide Fintrac with a copy of the compliance plan. All Fintrac subcontractors must agree to monitoring and audits (where applicable). The compliance plan must meet the minimum requirements of the FAR 52.222-50 and be appropriate to the size and complexity of the subcontract with Fintrac and the nature and scope of the activities to be performed. All subcontractors (who are required under FAR 52.222-50) must submit certification to Fintrac prior to the award of the subcontract and annually thereafter that they, their employees, or any agents of theirs has not engaged in human trafficking, the use of forced labor, or the procurement of commercial sex acts.

Fintrac subgrantees, their employees and agents will be required to comply and fully cooperate with all applicable anti-trafficking policies. Where applicable, Fintrac will include anti-trafficking mandatory standard provisions from ADS 303maa for US Nongovernmental Organizations and ADS 303mab for Non-US Nongovernmental Organizations in subgrants.

Fintrac will focus and prioritize monitoring and assessments of subcontractors and subgrantees whose profile may make them more susceptible to trafficking-related activities, whether based on operations or operating context, the services involved, or other factors. Any indication of potential or known engagement in trafficking-related activities will be investigated and Fintrac will take appropriate action to remediate the violation.

Failure to comply with applicable anti-trafficking policies are grounds for Fintrac to take any and all appropriate actions to remediate the violation and ensure preventative measures are in place to prevent

future violations, including but not limited to immediate termination of subagreement, their employee, or relationship with their agent.

### **Training**

An awareness program is used to inform employees, agents, representatives, and subcontractors of:

- a. The US government's policy prohibiting human trafficking and related trafficking activities;
- b. The activities prohibited under Fintrac's Anti-Trafficking policy;
- c. The obligation to report, without fear of retaliation, any activity inconsistent with the policy prohibiting trafficking in persons; and
- d. The actions that will be taken for violating Fintrac's Anti-Trafficking policy.

A copy of this plan and Fintrac's Anti-Trafficking Policy will be emailed to all employees. All active employees will be required to read and acknowledge receipt of the plan and policy. New hires will be required to read and acknowledge the plan and policy as part of the onboarding process and will be required to complete the Anti-Trafficking Awareness Training module on Fintrac U.

The plan will be available on Fintrac's Development Information System (DIS) where it can be accessed by all employees at any time. Fintrac's policy will be included in the Code of Business Ethics and Conduct and Employee Manual.

Fintrac recognizes the value of training to communicate its policies and procedures. Content is provided on Fintrac U to train employees on anti-trafficking awareness (prohibited activities/conduct and actions that will be taken against employees for violations), recognizing the signs of trafficking and forced labor, and how to report potential violations. All employees are required to complete these courses. Fintrac will also periodically conduct Business Ethics and Conduct training which will include anti-trafficking and child protection components. This plan, Fintrac's Anti-Trafficking Policy, and relevant training materials will be translated into local languages.

### **Reporting**

Employees are **obligated** to report known or suspected human trafficking or related activities, as with all violations of Fintrac's Code of Business Ethics and Conduct, and other Fintrac policies and procedures. It is the employee's responsibility to promptly report the matter to his/her supervisor, local HR representative or [hr@fintrac.com](mailto:hr@fintrac.com). The second reporting option is the EthicsPoint HelpLine at [\(866\) 594-7521 in the US; \(503\) 619-1867 internationally; or \[www.fintrac.ethicspoint.com\]\(http://www.fintrac.ethicspoint.com\)](tel:8665947521). This HelpLine is available to all Fintrac employees in any country at any time. It provides the employee with the opportunity to bring a situation to the attention of the company in a completely anonymous manner, if they so choose. Additionally, employees can access the Global Human Trafficking Hotline at [\(844\) 888-FREE](tel:844888FREE) or email at [help@befree.org](mailto:help@befree.org).

Upon receipt of a complaint or report of known or suspected violation, Fintrac will conduct a prompt investigation. Every case presented will be addressed regardless of content or nature, even if the response is to simply acknowledge receipt of said complaint or concern. If warranted, Fintrac will take prompt remedial action to address unethical behavior, which may include further training, the revision of policies and procedures, other actions as appropriate with the objective of mitigating the incident in question and avoiding any future misconduct or violations, or disciplinary action, up to and including termination of employment and disclosure to the relevant enforcement authorities. **No retaliation will be tolerated against any employee for making a good faith effort to report actual or suspected violation.** Any attempt at retaliation will be subject to appropriate disciplinary action up to and including termination.

Failure to report a known or suspected violation may result in disciplinary action up to and including termination of employment.

Fintrac will comply with all legal requirements regarding the reporting of suspected trafficking or other violations of the law, including, where applicable, disclosures to contracting officers, the Office of the Inspector General, and/or law enforcement.

### **Monitoring and Audits**

Fintrac will monitor vendors and suppliers that may be vulnerable to trafficking and/or forced labor. Audits will be conducted based on known or suspected risk factors associated with subcontractors, suppliers or vendors, and any red flags will be investigated and reported accordingly. Any subcontractors or subcontractor employees or agents that are determined to have engaged in trafficking-related activities will be terminated immediately.

Fintrac will fully cooperate with contracting and other responsible federal agencies to conduct audits and investigations on anti-trafficking compliance. Fintrac will also provide timely and complete responses to government auditors' and investigators' requests for documents.

### **Remediation**

When misconduct is uncovered through individual reporting, an internal investigation, third party audit, or otherwise, Fintrac will remedy the misconduct through corrective action and Fintrac will implement preventative measures to reduce the risk of reoccurrence.

#### **1.11 Solicitation of Proprietary Information**

Fintrac staff members are occasionally put into a position of handling or processing proprietary information from a donor agency. Fintrac employees working on these projects are to maintain the strict confidentiality of this information when required. Fintrac staff members are forbidden to try to pressure their colleagues to access any information that is not otherwise freely available to the public.

#### **1.12 Vendors and Service Providers**

Fintrac staff are cautioned about the use of vendors and service providers that they may have an ownership in or significant role in, or that employ members of their immediate family (including relatives by marriage). While Fintrac may use such vendors and service providers after a competitive bidding process, the following steps should be taken to avoid even the appearance of impropriety.

First, Fintrac staff should immediately bring the situation to the attention of their supervisor or project COP before the vendor is considered as a potential bidder, and the supervisor or project COP may determine that such a vendor or service provider is ineligible for Fintrac contracts or services. Second, the staff member must not be involved in the selection process, in supervising the delivery of goods or services, or in approving or disbursing payments. Third, as part of annual certification of their compliance with Fintrac's Code of Business Ethics, Fintrac personnel must disclose all direct or indirect business relationships they or their family members have with Fintrac.

#### **1.13 Respecting Local Laws and Traditions**

It is Fintrac's mission and tradition to respect and follow local laws and customs. An infraction of laws and regulations in the country of an employee's assignment may be cause for dismissal.

In addition to Fintrac business policies and subcontract/grants manuals, each project has specific guidelines in their contract clauses, as well as the referenced Federal Acquisition Regulations (FAR) and USAID Acquisition Regulations (AIDAR), in all subcontracts and subgrants. For questions or interpretation of these regulations or specific advice, employees should consult with their project COP or supervisor.

### 1.14 Reporting

If a staff member becomes aware of any violation of any law, rule, or regulation by a Fintrac employee or any third party doing business on behalf of the company, it is his/her responsibility to promptly report the matter to his/her supervisor. It is important that Fintrac be aware of any potential misconduct so that it can take corrective action as soon as possible.

The second important option for Fintrac employees regarding the reporting of said incidents or violations is the EthicsPoint HelpLine. Reports can be made online or via toll-free call and is available to all Fintrac employees in any country at any time. It provides the employee with the opportunity to bring a situation to the attention of the company in a completely anonymous manner, if they so choose. Perhaps an employee does not feel comfortable reporting an incident to his/her supervisor, or is not comfortable disclosing (at this stage) his/her identity. This option is an excellent way to report an incident that may be of concern, without involving any other Fintrac employees or management at the time.

Fintrac's EthicsPoint HelpLine is managed by a private company whose role it is to collect completely confidential reports from the staff and present those anonymous reports to Fintrac senior management for action. The Ethics HelpLine management company receives a call (again, the caller chooses to self-identify or not) or online report and establishes a case number. All cases are reviewed by the President and human resources director. Upon receipt of any employee complaint or concern regarding possible corporate misconduct, Fintrac will conduct a prompt investigation. Fintrac will address every case that is presented, regardless of content or nature, even if the response is to simply acknowledge receipt of said complaint or concern.

If warranted, Fintrac will take prompt remedial action to address unethical behavior, which may include further training, the revision of policies and procedures, or other actions as appropriate with the objective of mitigating the incident in question and avoiding any future misconduct. **No retaliation will be tolerated against any employee for making a good faith effort to report actual or suspected misconduct. Any attempt at retaliation will be subject to appropriate disciplinary action, up to and including termination.**

While it is Fintrac's desire to address matters internally, nothing in this Code of Business Ethics and Conduct should discourage any employee, partner, or vendor from reporting any illegal activity, including any violation of any federal, state, or non-US law, rule, or regulation, to the appropriate regulatory authority (e.g. USAID Office of Inspector General). Employees and directors shall not discharge, demote, suspend, threaten, harass, or in any other manner discriminate or retaliate against an employee because he or she reports any such violation in good faith. This code should not be construed to prohibit anyone from testifying, participating, or otherwise assisting in any state or federal administrative, judicial, or legislative proceeding or investigation.

### 1.15 Training, Distribution and Review of Fintrac's Code of Ethics and Conduct

This Code of Business Ethics and Conduct as well as updates will be posted on Fintrac's Development Information System (DIS) website. It is reviewed annually by senior management and updated accordingly. Fintrac will provide training, materials, and periodic updates to its staff. This code and appropriate training material will be translated when necessary into local languages.

**Q: Who should I contact to file an ethics complaint?**

A: Fintrac staff are encouraged to exercise due diligence to identify and prevent unethical or criminal conduct on our projects. Any person, whether a staff member or not, having reason to believe that there has been a violation of this Code of Ethics by a Fintrac employee, contractor or agent should contact the EthicsPoint HelpLine.

**Q: What happens to those violating the Code of Business Ethics and Conduct?**

A: After an internal investigation, Fintrac's executive management will suggest ways to resolve the issue and prevent future conflicts, if the incident involves any type of legal violation than the case would be handled in a more formal manner.

If you have any comments or ideas for improvement, please contact: Yasmine Haynes, human resources director, [yhaynes@fintrac.com](mailto:yhaynes@fintrac.com).

### 1.16 Contacts for Further Information and Clarification

For further clarification, staff members are encouraged to contact their direct supervisor or one of the designated people listed below. Contractors, grantees, and consultants are encouraged to communicate with their point of contact at Fintrac.

Name	Position	Email	Office phone
Claire Starkey	President	<a href="mailto:claire@fintrac.com">claire@fintrac.com</a>	+1-340-776-7600
Tom Klotzbach	CEO	<a href="mailto:tom@fintrac.com">tom@fintrac.com</a>	+1-340-776-7600
Haskell Noyes, IV	Global Director, Business Services	<a href="mailto:hnoyes@fintrac.com">hnoyes@fintrac.com</a>	+1-202-462-8475
Kathleen Jacques	Global Director, Program Services	<a href="mailto:kathleen@fintrac.com">kathleen@fintrac.com</a>	+1-202-462-8475
Yasmine Haynes	Director of Human Resources	<a href="mailto:yhaynes@fintrac.com">yhaynes@fintrac.com</a>	+1-340-776-7600

### 1.17 Fintrac Ethics HelpLine

You may visit [www.fintrac.ethicspoint.com](http://www.fintrac.ethicspoint.com) or use the phone numbers listed below to submit a report.

Country	AT&T Direct Calls	Reverse Calls/Collect Calls
Honduras	<ol style="list-style-type: none"> <li>1. Dial 800-0123</li> <li>2. At the prompt dial 866-594-7521</li> <li>3. Please state your language to request an interpreter</li> <li>4. It may take 1-3 minutes to arrange for an interpreter</li> <li>5. During this time please do not hang up</li> </ol>	+00-1-503-619-1867 (US number)
United States	1-866-594-7521	Not available
Zimbabwe	<ol style="list-style-type: none"> <li>1. Dial 00-899 or 110-98990</li> <li>2. At the prompt dial 866-594-7521</li> <li>3. Please state your language to request an interpreter</li> <li>4. It may take 1-3 minutes to arrange for an interpreter</li> <li>5. During this time please do not hang up</li> </ol>	+00-1-503-619-1867 (US number)
Tanzania	Not available	+000-1-503-619-1867 (US number)
Ethiopia	Not available	+00-1-503-619-1867 (US number)
Colombia	<ol style="list-style-type: none"> <li>1. Dial 01-800-911-0011 (Spanish operator) or 01-800-911-0010 (English operator)</li> <li>2. At the prompt dial 866-594-7521</li> <li>3. Please state your language to request an interpreter</li> <li>4. It may take 1-3 minutes to arrange for an interpreter</li> <li>5. During this time please do not hang up</li> </ol>	+009-1-503-619-1867 (US number)

## EthicsPoint International Dialing Quick Reference Guide

### AT&T Direct Calling

- Custom Greeting
- Two-step dialing process
  - Dial the number to access an outside line
  - Dial the country specific access code
  - When prompted, enter the unique toll free number. Do not add '0' or '1' before this number
  - After English greeting, state the required language, if needed.

### Reverse Charge Calls/Collect Calls

- This international calling option is often used when other options do not exist. **Please note this call is to a US number. Calls are answered with a greeting from NAVEX Global.** This option is available in most countries. If there is an international operator in your country, please:
  - Contact your in-country international operator
  - Request a reverse-charge call or collect call be placed to the United States to the dedicated number
  - When the operator asks who is placing the call, give the company name but **do not provide your name**
  - The calls will be answered in English. To request another language, state the required language.

If there is no international operator, you may call this number direct from your cell phone or landline.

## Code of Business Ethics and Conduct Acknowledgment of Receipt

I understand that this code states Fintrac’s policies and practices in effect on the date of publication and understand that nothing contained in the code may be construed as creating a promise of future of employment, benefits or a binding contract with Fintrac. I also understand that these policies and procedures may be amended, modified or terminated at any time at Fintrac’s sole discretion.

I acknowledge that I have received and read Fintrac’s Code of Business Ethics and Conduct. I understand the activities that are prohibited under this policy and I understand the consequences that will result from violating this policy. Furthermore, I understand my duty to report suspected and known violations of any law, rule, or regulation by a Fintrac employee or any third party doing business on behalf of the company. If I have any questions regarding this policy, I will direct my questions to Human Resources. This code supersedes all previously issued codes and verbal or written policy statements that might be inconsistent with the contents of this Code of Business Ethics and Conduct.

Employee Name:

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Employee Signature:

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Date:

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