

INTERNATIONAL RENEWABLE ENERGY AGENCY

Fourth meeting of the Council

Abu Dhabi, 12 – 13 November 2012

Code of Conduct

Note of the Director-General

1. The Assembly, in its decision A/2/DC/7 which adopted a Policy on Ethics and Conflict of Interest, requested the Director-General to revise the Code of Conduct annexed to the Staff Rules to ensure consistency with the Policy on Ethics and Conflict of Interest and any consequent amendments to the Staff Regulations adopted by the Assembly. The Assembly further requested the Director-General to report the full text of the revised Code of Conduct to the Assembly as required by Staff Regulation 13.3.
2. The Director-General promulgated the revised text of the Code of Conduct on 28 May 2012 by Directive ST/Directive/2012/10. The text is provisional, pending completion of the requirements of Staff Regulation 13.3.
3. The provisional text of the revised Code of Conduct, taking into account such modifications and/or deletions as may be directed by the Assembly, shall enter into full force and effect no later than thirty days after the end of the Assembly session having considered the text, unless the Assembly decides on a different date.
4. The Director-General recommends that the Assembly takes note of the text of the revised Code of Conduct and submits it to the Assembly through the Council for its consideration.

**Provisional
Code of Conduct**

Purpose and Scope

1. The purpose of the Code of Conduct (hereinafter, the “Code”) is to elaborate on the principles set out in staff regulations 2.3 to 2.9 and in the Policy on Ethics and Conflict of Interest adopted by the Assembly (hereinafter the “Policy”)¹ in order to assist the Agency, its staff and other personnel in achieving the mission of the Agency, in accordance with the purposes of the Statute of the International Renewable Energy Agency (IRENA).
2. The foundation of the Code is Article XI, paragraph C, of the Statute of IRENA, which provides that “[t]he paramount consideration in the employment of the staff and in the determination of the conditions of service shall be the necessity of securing the highest standards of efficiency, competence and integrity.” This fundamental requirement is the basis for the Agency’s core values: integrity, professionalism and respect for diversity, all of which underpin the specific obligations placed on the staff of the Agency by the Policy and this Code.
3. Unless otherwise specified, the provisions of this Code apply to both staff members and other personnel having individual contracts with the Agency, all of whom are collectively referred to as “Covered Individuals”². Staff members, including those serving on secondment, are covered by virtue of the Staff Regulations and of the Staff Rules, of which the Code is an integral part. The Code applies to personnel other than staff by virtue of their individual contractual arrangements with the Agency which incorporate the Code by reference as part of their terms of service. This is the case for consultants, persons working for the Agency on reimbursable and non-reimbursable loans, interns, service contract holders and any other individuals performing services at the request of the Agency.
4. Covered Individuals have the obligation to adhere strictly to the provisions of the Staff Regulations and Rules including the Code of Conduct, the Interim Financial Regulations and Procedures, the Policy on Ethics and Conflict of Interest as well as the directives and Manuals promulgated by the Director-General. Accordingly, all Covered Individuals should be aware that violation of the obligations placed upon them by virtue of the Staff Regulations and Rules, the Policy and this Code shall carry serious consequences, including a negative assessment of the performance and conduct of the individual concerned, non-renewal or termination of appointment or contract, and/or disciplinary proceedings which may lead to dismissal.

¹ The Policy was promulgated by Directive ST/Directive/2012/4.

² The Policy defines Covered Individual as “any individual subject to the Staff Regulations and Rules of IRENA” (para. 2.1). This includes all staff members, as well as any person to whom the provisions of the Staff Regulations and Rules, including the Code of Conduct, apply by virtue of their contractual arrangements with the Agency.

5. An Ethics Officer shall be appointed by the Director-General to implement the provisions governing ethics and conflicts of interest set out in the Staff Regulations and Rules, the Policy and the present Code.
6. The Ethics Advisory Board, which is a standing board composed of three members of the Council appointed by the Council for two-year terms, will assist with the implementation of the Policy as provided by the terms of the Policy, including ethics matter involving the Director-General and any matter submitted to it by the Ethics Officer.

Part I – Core Values

Integrity

7. Integrity is a core value in all aspects of professional conduct and personal behaviour. Integrity includes honesty, truthfulness, impartiality, reliability, and incorruptibility. As the integrity of the Agency greatly depends on the integrity of its staff and other personnel, and to their loyalty to the Agency, all are expected to:
 - Demonstrate in practice the values of the Agency in all activities and behaviour;
 - Comply scrupulously with the requirements of the Policy on Ethics and Conflict of Interest;
 - Seek to promote the Agency’s interests at all times;
 - Make decisions without consideration for personal gain;
 - Resist political pressure in decision-making;
 - Ensure that official power or authority is not abused;
 - Take prompt and effective action to deal with unprofessional or unethical behaviour.

Professionalism

8. Staff members need to be mindful of the duty to serve the collective interest of the international community as effectively and efficiently as possible. In carrying out daily activities, staff members are expected to keep abreast of the latest developments in their respective areas of work. In order to achieve high standards of professionalism, staff members will:

- Demonstrate the highest standards of competence;
- Be conscientious and efficient in meeting goals and commitments;
- Be motivated by professional objectives rather than personal concerns;
- Show persistence when faced with problems or challenges;
- Demonstrate self-control in stressful situations.

Respect for diversity

9. The diversity of the workforce is an invaluable asset to the Agency's mission, as it brings together individuals from varied backgrounds, cultures, and professional experience. Staff are expected to embrace and respect diversity and its potential to enrich the interaction with colleagues and thereby enrich the work. They are expected to be tolerant, while ensuring that behaviour which some may find unacceptable is discussed and resolved in accordance with the Agency's rules and policies. In order to maintain an environment in which all personnel can work together with openness and trust, they are expected to:

- Work effectively with people from all backgrounds;
- Treat colleagues fairly and equally, with dignity and respect;
- Show respect for and understanding of diverse points of view;
- Examine assumptions and avoid stereotypes;
- Not discriminate against any individual or group of persons.

Part II – Specific obligations

Relations with governments and their representatives

10. Covered Individuals shall serve the interests of the Agency only. They shall not lobby or seek support from government representatives or members of legislative organs to obtain advancement, either for themselves or for others, or to block or reverse unfavourable decisions regarding their status or that of others.

11. Covered Individuals must maintain the best possible relations with governments and avoid any action that might impair these relations. They must not interfere in the policies or affairs

of governments. It is unacceptable for them, either individually or collectively, to criticize or try to discredit a government.

12. Covered Individuals are not representatives of their countries, nor do they have authority to act as liaison agents between the Agency and any government. Exceptionally, the Director-General may request a Covered Individual to liaise with a government – a unique role for which international loyalty and integrity are essential.
13. Covered Individuals must immediately report to their supervisors any real or perceived undue pressure exercised by any government or its agents.

Relations with other entities or individuals external to the Agency

14. Also consistent with the requirement to serve the interests of the Agency only, Covered Individuals shall refrain from any overt or covert activities that would lead to create an actual conflict of interest or the appearance of a conflict of interest, as further defined and explained in paragraphs 33 to 41 below.

Relations with the media

15. Covered Individuals shall not, except in the normal course of their official duties or with the prior approval of the Director-General, communicate with the media on any matters that relate to the purpose, activities or interests of the Agency. This includes speaking engagements, participation in public events or submission of material for publication, electronically or otherwise.
16. When authorized to speak with the media, Covered Individuals must be aware that they speak in the name of the Agency and must avoid personal preferences and views that may be at variance with those of the Agency. Under no circumstances should they use the media to further their own interests, air their own grievances, or reveal unauthorized information. No attempt should be made to influence policy decisions under consideration by the Agency, whether this is done to obtain personal benefit or to further a personal agenda.

Relations with the Public

17. Consistent with their duty of loyalty to the Agency, Covered Individuals may not air personal grievances or criticise the Agency in public. Should they face criticism of their work or of

the Agency, they are expected to respond with tact and restraint, promoting at all times a positive image of the Agency.

18. While Covered Individuals are expected to promote openness and transparency, they must exercise the utmost discretion on all matters of official business. They may not disclose information that has not been made public by the Agency or to which access is not permitted under the Policy on the Public Disclosure of Documents adopted by the Assembly. This includes information that is known to them because of their work for the Agency, even when that information is not specifically protected as confidential. These obligations do not cease upon separation from service.

Relations with work colleagues

19. Covered Individuals must use the authority attached to their official function with utmost respect for their work colleagues. They need to be aware of the potential damage that an abusive or disrespectful exercise of authority can inflict on others, and they must not abuse the authority associated with their position in the Agency.
20. Every person working for the Agency has the right to an environment free of harassment, including sexual harassment. No Covered Individual shall engage in harassment against an individual or group of individuals on any basis or in any form, including through solicitation of gifts or favours from work colleagues.
21. Sexual exploitation or any other kind of exploitation and abuse violate universally recognized international legal norms and principles. Engaging in such conduct shall be treated as serious misconduct.
22. No Covered Individual shall engage in discrimination against an individual or group of individuals on any basis, including gender, nationality, ethnic origin, religion or culture or personal preferences.
23. Covered Individuals shall not seek to obtain confidential information including personnel files, medical records, and information concerning audits, investigations, appeals and disciplinary actions unless they have been specifically authorized to do so for the performance of their official functions. Should they become aware of such information other than in the context of their official duties, they are prohibited from disseminating it, and should report the fact that confidentiality has been breached to the official responsible to protect the confidentiality of the information that has been disclosed.

Private Conduct

24. The Agency does not seek to regulate the private personal conduct of its staff or other personnel, unless it could bring the Agency into disrepute, or interfere with performance of their official duties. Covered Individuals should be aware that their private conduct may become the object of public scrutiny, and that their relationship with the Agency carries special constraints as regards their private conduct, especially when such conduct puts into question their personal integrity and by inference the integrity of the Agency that employs them. Accordingly, Covered Individuals are expected:
- (a) To fulfil their private obligations, including respect of local laws and compliance with obligations to make alimony payments or to repay debts;
 - (b) To refrain from any misrepresentation of their official functions, title or duties, especially when this is done in order to obtain some illegitimate personal advantage or benefit;
 - (c) Not to engage in conduct which is, or may be perceived to be, an abuse of the privileges and immunities that are conferred upon them solely in the interest of the Agency, and not for their personal benefit;
 - (d) To refrain from engaging in any form of criminal activity.
25. Covered Individuals are free to express their political preferences by exercising their right to vote. They may be members of a political party provided that its prevailing views and the obligations imposed on its members are consistent with their status and their obligations towards the Agency.
26. However, in view of the independence and impartiality that Covered Individuals have the duty to maintain when working for the Agency, they may not participate in political activities, such as standing for election or holding a political office. They must exercise discretion in their support for a political party or campaign, and may not accept or solicit funds, write articles, or make public speeches, statements or endorsements to the press for this purpose. This does not, however, preclude participation in local community or civic activities, provided that such participation does not prejudice the full discharge of their official functions.
27. Covered Individuals are encouraged to participate in outside professional activities that foster contacts with private and public bodies and thus serve to maintain and enhance their professional and technical competencies, subject to the requirements on outside activities specified in paragraphs 46 to 51 below.

Use of the Agency's property and assets

28. Covered Individuals are responsible for ensuring the appropriate use and protection of the Agency's property and assets. Property and assets include financial resources, material assets such as facilities, equipment and supplies, and other resources such as staff time. These resources should be used with care for purposes directly related to official objectives and duties.
29. Careless or improper use of resources, whether it involves abuse of the procurement process, theft of property, false claims for sick leave or false certification of information on the basis of which the Agency establishes entitlements, is incompatible with personal integrity.
30. When using the Agency's information and communication technology (ICT) resources, Covered Individuals may not knowingly or through negligence create false or misleading data; make data available to unauthorized persons; damage, delete, alter or conceal data or attempt to access data on any system without authorization.
31. While limited personal use of the Agency's ICT resources is permitted within reasonable boundaries, Covered Individuals must ensure that this does not result in additional costs to the Agency, encroach on their work time or prevent them in any way from performing all their official duties. They must refrain from any use that may have a deleterious effect on the integrity or efficiency of the ICT resources.
32. Covered Individuals are reminded that all rights, title, copyright and patent rights, in any work created as part of their official duties with the Agency are vested in the Agency and that they may not claim ownership of such rights or in any way benefit from them.

Conflict of Interest

33. A "conflict of interest" arises when a person defined as a "Covered Individual" by the Policy³ participates personally and substantially⁴ in any particular IRENA matter in which, to his or her knowledge, he or she, or an "Associated Individual"⁵, or an "Associated

³ The Policy's definition of "Covered Individuals" is provided in footnote 3 above.

⁴ The Policy defines in paragraph 2.4 "To participate personally" as to participate directly or to attempt to influence the outcome of a decision-making process, or the direct and active supervision of a subordinate in a matter. The Policy defines "To participate substantially" to mean that the Covered Individual's involvement is of significance to the matter.

⁵ The Policy defines in paragraph 2.2 "Associated Individual" as a Covered Individual's spouse, all children under the age of 21 and parents forming part of the Covered Individual's household, and any other individual who, in the determination of the Director-General, is entitled to receive benefits from IRENA as a result of their relationship with a Covered Individual.

Institution”⁶ has a financial, professional, or other interest, if the particular matter may have a direct and predictable effect on that interest.

34. In general, and without limitation, conflicts may be deemed to exist in the following situations:
- (a) Where a Covered Individual’s financial interest, or the interests of an Associated Individual or Institution could affect the conduct of his or her duties and responsibilities with respect to IRENA or result in a reasonable perception that such a conflict exists;
 - (b) Where a Covered Individual’s action compromise or undermine the trust that the public places in IRENA; or
 - (c) Where the Covered Individual’s actions create the perception that the Covered Individual is using his or her position in IRENA for personal benefit or the direct financial benefit of and Associated Individual or Institution,
35. Such conflict situations do not necessarily imply corruption, wrongdoing or inappropriate activities. However, they must be identified and managed in a way that ensures broad public trust and confidence in the decision-making and operations of the Agency, observance of the highest standard of ethical conduct in IRENA’s affairs and protection of the reputation and integrity of IRENA.
36. Conflicts of interest can only be appropriately avoided by clearly placing the interests of the Agency above other interests. In particular, Covered Individuals shall not:
- (a) Hold a financial interest in, or be actively associated with the management of, any profit-making, business or other Associated Institution if it were possible for the Covered Individual, an Associated Individuals or the Associated Institution to benefit from such financial interest or association by reason of the Covered Individual’s position with the Agency;
 - (b) Solicit or accept any benefits including economic benefit for themselves, or allow an Associated Individual or Institution to benefit improperly, directly or indirectly;
 - (c) Assist Associated Individuals or Institutions in their dealings with the Agency where this would result in their preferential treatment;

⁶ The Policy defines in paragraph 2.3 “Associated Institution” as (i) any organization, corporation or government in which a Covered Individual is serving as an officer, director, trustee, partner or employee, that receives or may receive funding from IRENA or with which IRENA has an agreement, contract, grant or relationship; or (ii) any person, organization, corporation, government or similar institution with whom a Covered Individual is negotiating or has an arrangement concerning prospective employment.

- (d) Take advantage or obtain a personal benefit, or allow an Associated Individual or Institution to benefit improperly, directly or indirectly, from information obtained in the course of their official duties that is not generally available to the public;
 - (e) Directly or indirectly use, or allow the use of, the Agency's property and the property entrusted to the Agency of any kind, for anything other than officially approved activities;
 - (f) Allow their actions and decisions to be influenced by the prospect of employment by an Associated Institution for themselves or an Associated Individual.
37. All Covered Individuals are obligated to disclose to the Ethics Officer, immediately and in writing, any actual or potential conflicts of interest, including those that derive from Associated Individuals or Institutions, and the nature of such conflict, whenever they become aware that a conflict exists or is reasonably likely to occur, or where it is reasonable to conclude that there is an appearance of a conflict. Covered Individuals are encouraged to consult with the Ethics Officer if questions arise in the application of this policy.
38. The Ethics Officer shall review these disclosures and the Declaration of Interest Forms (see below paragraphs 54 to 58) and shall identify situations in which an actual or potential conflict of interest exists as a result of the Covered Individual's activities or holdings in relation to his or her official responsibilities.
39. After review by the Ethics Officer, the Director-General shall decide whether an actual or potential conflict of interest, or the appearance thereof, exists. The Director-General's decision shall be made in consultation with the Ethics Officer, or in consultation with the Ethics Advisory Board should both the Ethics Officer and the Director-General deem such consultation appropriate or should the Ethics Officer and the Director-General fail to agree on the existence of an actual or potential conflict, or the appearance of such a conflict. Following such consultation, should there be a continuing disagreement on the existence of a conflict of interest or appearance thereof, the Ethics Advisory Board shall resolve the matter.
40. When an actual or potential conflict of interest has been deemed to exist, the Covered Individual shall not participate in the matter that has given rise to the conflict absent a waiver approved by both the Ethics Officer and the Director-General, together or in consultation with the Ethics Advisory Board, should the both Ethics Officer and Director-General deem such consultation appropriate or fail to agree on whether or in what form a waiver should be issued. Following such consultation, should there be a continuing disagreement on whether or in what form a waiver should be issued, the Ethics Advisory Board will resolve the matter. Waivers may be granted in the following forms, or in any other form appropriate under the circumstances:

- Conditional Participation: This type of waiver allows a Covered Individual to continue his or her involvement in the matter that has given rise to the conflict after disclosing his or interest at the start of work on the matter, subject to any conditions imposed by the decision maker to safeguard against risks that arise from the conflict or the appearance thereof. This waiver is appropriate when the Covered Individual's interest is relatively minor and where disclosure would be sufficient to address any potential effect on the process.
- Partial Exclusion: This type of waiver limits the Covered Individual's involvement in the matter by: (i) excluding the Covered Individual from the portion of the meeting or work where a conflict of interest has been identified; (ii) excluding the Covered Individual from participating in any final decision making process; (iii) requiring the Covered Individual to remove the conflict, such as by divesture of an asset; or (iv) limiting the Covered Individual's participation in the matter in any other manner deemed appropriate.

41. Should a Covered Individual be found to have an actual or potential conflict of interest that has not been disclosed, or should the Ethics Officer or the Director-General have reasonable cause to believe that a Covered Individual has failed to disclose an actual or potential conflict of interest, the Ethics Officer will inform the Covered Individual of the basis for such belief and provide him or her with the opportunity to disclose all relevant facts and explain the alleged failure to disclose. If, after hearing the response and making further investigations as may be warranted, the Director-General, in consultation with the Ethics Officer, determines that the relevant individual has failed to carry out his or her obligations under this policy, he or she shall pursue whatever action may be appropriate under the applicable rules, regulations, directives and policies of the Secretariat.

Gifts, Honours & Remuneration

42. Staff regulation 2.6 severely restricts the possibility of accepting any honour, decoration, remuneration, favour or gift of any monetary value because acceptance could create, or be perceived to create a need for the recipient to reciprocate the favour in manner that could compromise the impartiality and objectivity required of all individuals performing services for the Agency. Gifts⁷ are subject to special provisions set out in paragraphs 44 and 45 below.

⁷ The Policy defines "gift" in paragraph 2.5 to mean any gratuity, favor, discount, entertainment, hospitality, loan, forbearance, honorarium, or other item having monetary value. These include services as well as gifts of

43. During their service with the Agency, Covered Individuals may not accept any honour, decoration, remuneration, or favour from a Government or any other source external to the Agency, including non-governmental entities, commercial firms or individuals, unless the individual concerned has submitted to the Ethics Officer a request for authorization by the Director-General. Where no real or potential conflict of interest has been found to exist, authorization to accept an honour or token remuneration will normally be granted where such acceptance is not incompatible with the interests of the Agency and with the individual's status with the Agency. This will be the case in most cases for acceptance of academic awards, distinctions, and tokens of a commemorative or honorary character, such as scrolls, certificates, trophies or other items of nominal or little monetary value.
44. With respect to gifts, and subject to the exceptions set out herein, all Covered Individuals are prohibited from accepting gifts under circumstances where it could reasonably be construed that the gift is motivated by the position of the Covered Individual. A waiver of this provision may be granted by the Director-General with the agreement of the Ethics Officer, or, upon agreement of both the Director-General and Ethics Officer, or in circumstances where the Director-General and the Ethics Officer cannot agree, by the Director-General following consultation with the Ethics Advisory Board.
45. The following exceptions apply to the general prohibition against acceptance of gifts:
- (a) A Covered Individual may accept unsolicited gifts on behalf of IRENA when, in his or her judgment, refusal to do so would not be in the interest of IRENA. In such a case, gifts may be accepted on behalf of the Secretariat and be handed over to the Ethics Officer.
 - (b) A Covered Individual may accept unsolicited gifts valued at US\$25 or less, provided that the aggregate value of individual gifts received from any one source does not exceed US\$200 in a calendar year.
 - (c) As part of their official functions, Covered Individuals may be expected to attend events such as official meals and receptions. Benefits associated with such attendance shall generally not be considered to be a gift, subject to detailed guidance that the Director-General may issue from time to time to determine the category of events that may be appropriately included under this exception.

training, transportation, local travel, lodgings and meals, whether provided in kind, by purchase of a ticket, payment in advance, or reimbursement after the expense has been incurred.

Outside Employment and Activities

46. Staff members and other Covered Individuals engaged on a full-time basis shall not, without prior authorization from the Director-General, hold an office or engage in occupations, whether remunerated or not, outside their employment duties with the Agency.
47. The request for authorization must disclose the nature and scope of the proposed activity or employment, whether any honorarium or other compensation will be received and, if so, the amount(s) involved.
48. Authorization will not be granted when the proposed outside employment or activity are found to be incompatible with the status and/or obligations of the individual concerned, or with the interests or objectives of the Agency.
49. When considering whether to grant authorization for a proposed outside employment or activity, the Director-General may consult with the Ethics Officer or, if both the Director-General and the Ethics Officer deem it appropriate, the Ethics Advisory Board.
50. Staff members and other Covered Individuals engaged on a full-time basis may not submit material for publication without obtaining prior authorization from the Director-General, who may subject authorization to specific conditions. Authorization will not be granted when publication would conflict with the Agency's interests, or breach the obligation of discretion imposed by staff regulation 2.5(f). This obligation does not cease upon separation from service.
51. Covered Individuals on leave, with or without pay, must bear in mind that while on approved leave or absence they remain subject to the terms of their employment by the Agency. Accordingly, they may only engage in outside activities during leave, paid or unpaid, after receipt of a written authorization.

Post-Employment Restrictions

52. For a period of one year following separation from service, former Covered Individuals who have participated in the procurement process are prohibited from seeking or accepting employment with, or otherwise accepted any form of compensation or financial benefit from, any IRENA contractor or vendor of goods and services, regardless of location, which conducts business with IRENA or seeks to do so and with whom such Covered Individuals have been personally involved in the procurement process during the last three years of service with IRENA.

53. For a period of two years following separation from service, former Covered Individuals who have participated in the procurement process for IRENA before separation of the service are prohibited from knowingly communicating with, or appearing before, any staff member or affiliate of IRENA on behalf of any third party on any particular matters that were under the official responsibility relating to the procurement process during the last three years of their service with IRENA.

Disclosure of Interest Form

54. All staff members at the P-5 level and above, and any other Covered Individuals at any level for whom the Director-General has determined that their functions could lead to actual or apparent conflict of interest with the Agency, are required to fill out a Disclosure of Interest form annually and whenever there is a material change in the submitted information.

55. Covered Individuals who are required to fill out a Disclosure of Interest form are required to identify themselves and their job title, and to identify and list all Associated Individuals. They are required to disclose the following information for themselves and all Associated Individuals:

- (a) Assets that have a market value of US\$10,000 or above per asset, or the equivalent in local currency at the operational rate of exchange (assets may generally include but are not limited to stocks, bonds, mutual fund investments and real estate; personal property should be reported only if it is held for investment or business purposes);
- (b) Any profit of more than US\$10,000 on the sale of personal property held for business or investment purposes;
- (c) All stock options, publicly listed or private, regardless of value;
- (d) All income from sources other than IRENA, including, *inter alia*, royalties and patent fees, honoraria and speaking fees, pension benefits, investment income, profit from the sale of personal or real property⁸ valued at \$10,000 or above;
- (e) Any gift subject to paragraphs 44 and 45 above from any entity aggregating to US\$200 or more from a single source during the reporting year, whether or not the acceptance of such gift was previously authorized;

⁸ “Real” property is referred to as “immovable” property in certain legal systems. Usually, the expression refers to real estate.

- (f) Liabilities of \$50,000 or more (liabilities with respect to personal property should be reported only if it is held for investment or business purposes);
 - (g) Substantial or controlling interest in any business or entity;
 - (h) Participation in commercial, industrial, scientific, financial, or political affairs of an outside entity;
 - (i) Other interests in or association with any entity with which the Covered Individual anticipates or should reasonably anticipate he or she may be required, directly or indirectly, to have official dealings with on behalf of the organization, or which has a commercial interest in the work of the organization, or a common area of activity with the organization;
 - (j) Any leadership or policymaking role in any outside organization; in particular, any role which creates a fiduciary relationship between that individual and the entity (e.g., membership on corporate boards);
 - (k) Associations with the management or executive boards of, or financial interest in, any business concern if it is possible for the Covered Individual or any Associated Individual to benefit from such association or interest by reason of the Covered Individual's position with the organization.
56. Covered Individuals must certify that the disclosures made on the Disclosure of Interest form are true, correct, and complete to the best of their knowledge and belief, and that they understand that failure to provide true, complete, and accurate information in the form to the best of their knowledge and belief may have serious consequences, including the institution of disciplinary proceedings.
57. Completed Disclosure of Interest forms are to be submitted to the Ethics Officer who will be entrusted with their safekeeping in a secure location. Disclosure of Interest forms shall be maintained as strictly confidential, except as necessary to allow for inspection by the Director-General and the Ethics Advisory Board.
58. The Ethics Officer shall review the Disclosure of Interest forms and identify situations in which an actual or potential conflict of interest exists as a result of activities or holdings of Covered Individuals in relation to their official responsibilities. The Ethics Officer shall report any such situations to the Director-General so that appropriate action can be taken in accordance with the provisions of paragraphs 39 and 40 above.

Protection for Covered Individuals who report possible cases of misconduct

59. Covered Individuals must respond fully to requests for information from officials authorized by the Agency to investigate possible misuse of funds, waste and abuse.
60. No retaliatory action or threat of retaliatory action shall be tolerated against those who provide in good faith to the appropriate official information substantiating a conflict of interest or a failure to comply with the Policy on Ethics and Conflicts of Interest and/or the Code of Conduct on the part of other Covered Individuals. Engaging in retaliatory action or threatening to do so may itself constitute misconduct.
61. Covered Individuals who believe in good faith that they have been the object or retaliatory action or threat of retaliatory action should immediately report it to the Ethics Officer who will review the report and advise the Director-General as to whether a full investigation is warranted.
62. It is important for all concerned to be aware that protection against retaliation requires them to act in good faith, on the basis of credible information provided to authorized officials, together with relevant documentation where available. Unsubstantiated gossip is actively discouraged. Malicious accusations made in bad faith to harm work colleagues are a serious failure to live up to the standard of integrity expected of all Covered Individuals, and would lead to disciplinary proceedings against the individual who engaged in such conduct.

Reporting to Governing Bodies

63. On an annual basis, the Ethics Officer will prepare a report to the Council on the implementation of the Policy on Ethics and Conflict of Interest. The report will be a general summary of issues associated with implementation, and provide a basic overview of implementation issues needed for Council awareness and oversight. The report will be given to the Director-General to comment upon, but not alter, before delivery to the Assembly.