



HR Policies Manual

Code of Conduct

17.	THE CODE OF CONDUCT (DISCIPLINARY CODE)	2
17.1	PURPOSE	2
17.2	PRINCIPLES	2
17.3	DISCIPLINARY MEASURES	2
17.4	PROCEDURE	3
17.5	HANDLING DISCIPLINARY ISSUES IN THE WORK PLACE	4
17.6	KEYS TO HANDLING GRIEVANCES IN THE WORKPLACE	6
17.7	OVERLAPPING GRIEVANCE AND DISCIPLINARY CASES	6
17.8	COLLECTIVE GRIEVANCES	6
17.9	EMPLOYEE UNDER CRIMINAL PROCEEDINGS	6
17.10	HANDLING OF FRAUD	7
17.11	STATUTORY PROVISIONS:	9
17.12	APPENDIX	9

17. THE CODE OF CONDUCT (DISCIPLINARY CODE)

17.1 PURPOSE

To ensure that wherever disciplinary cases arise they are handled fairly, consistently and expeditiously while having due regard to the legal rights and obligations of both the employee and the Company.

17.2 PRINCIPLES

An employee who commits a disciplinary offence shall be liable for disciplinary action.

The Code of Conduct applies to all employees whether they are full time, part time, fixed term or permanent.

The Code of conduct (Disciplinary code) is a guide for the employer and employees in dealing with disciplinary and grievance situations in the workplace.

Grievances are concerns, problems or complaints that employees raise with their employers. Disciplinary actions shall include a warning, suspension, dismissal or summary dismissal depending on gravity of the offence and incidence as shall be judged by management or directors.

A disciplinary offence shall include any act by the employee or facilitated by the employee which:-

- Contravenes Octagon Values, policies, procedures, Service and collective agreements as well as regulations issued from time to time.
- Unlawful and criminal acts
- Misconduct and gross misconduct

The power to initiate disciplinary proceedings and issue warning letters to employees is vested in supervisors and departmental managers while the power to suspend and dismiss employees is vested in the Managing Director in consultation with the Code Committee.

17.3 DISCIPLINARY MEASURES

In case of difficulty in the interpretation of any disciplinary procedure, he/she should consult with the Human Resources Department.

It is the policy of the company that if disciplinary action has to be taken against employees it should be dealt with in a fair and transparent manner and consideration should be given to the following;

- Be dealt with promptly ;
- Be based on proper investigations to establish the facts;
- Be undertaken only in cases where good reason and clear evidence exists;
- Employee should be informed of the basis of the problem;
- Be appropriate to the nature of the offence that has been committed
- Be demonstrably fair and consistent with previous action in similar circumstances
- Allow employees the right to answer any charges made against them
- Allow employees the right of appeal against any disciplinary action

Minor Misconduct examples

- i. Absence from duty without showing proper cause or without reporting the absence in time.
- ii. Habitual lateness to official work hours.
- iii. Failure to repay or justify advances from OCTAGON within the stipulated time period.
- iv. Failure to carry out all duties as listed in the Job Description.

Major misconduct examples

- i. Fraud or misuse of Octagon funds, equipment or material of any nature, or submission of false claims.
- ii. Receiving repeatedly an “unsatisfactory” performance rating in a performance appraisal.
- iii. Breaching of confidentiality clause.
- iv. Giving or accepting bribes or kickbacks in the form of money, services, gifts, or discounts.
- v. Engaging directly or indirectly in trade, commercial activity, other employment, or any other activity deemed to be in conflict with OCTAGON's interest, without the written permission of the MD.
- vi. Unauthorized disclosure of any confidential information.
- vii. Publication to any person, group or agency, any information or material relating to OCTAGON or its work, without written authorization from the MD.
- viii. Misuse of OCTAGON vehicles/motorcycles.
- ix. Insubordination.
- x. Physical violence.
- xi. Discrimination or harassment based on race, color, tribe, nationality, cast, creed, sex, age or disability.
- xii. Repeated or frequent commission of minor misconduct.
- xiii. Intentional damage to OCTAGON property.
- xiv. Gross negligence.
- xv. Criminal conviction.
- xvi. Abusive language.
- xvii. Alcoholism.
- xviii. Hiring a family member without disclosure.
- xix. Entering into an intimate relationship with a workmate without disclosing to the management
- xx. Maligning the reputation of OCTAGON or other employees.
- xxi. Any action, which may result or create a situation detrimental to OCTAGON's work or reputation, outside or inside the place of work

17.4 PROCEDURE

General offences

It is the responsibility of supervisors to ensure that:

- i. Employees understand the Octagon Grievance Procedures.
- ii. Employees are aware that no reprisals will be taken against them for using the procedures.
- iii. All officially recorded grievances will be responded to thoroughly and promptly.

In all disciplinary proceedings, the following procedure shall apply:

1. A supervisor, employee or member of the public complaining about an action or omission by a Company employee shall do so in writing to the Human Resources Director within the 5 working days of occurrence specifying;
 - i) Action or omission which is subject of the complaint
 - ii) Circumstances and date of commission or omission

- iii) Where possible, the policies or regulations being contravened
 - iv) Other matters that can assist in the understanding of the complaint and a fair assessment of the disciplinary action to be taken
- 2. The Human Resources Business Partner shall examine the report and if satisfied that there is a prima facie basis for action, shall write to the employee being complained about within 3 working days from the receipt of the report:
 - i) Specifying the nature of the complaint
 - ii) Requiring a written explanation within a specified period
- 3. Upon receipt of the employee's explanation or expiry of a specific period, the Human Resources Business Partner shall consider the complaint against the explanation, and either;
 - i) Make recommendation to the departmental manager with guidelines on action to be taken, disciplinary or otherwise or
 - ii) Make a report to the Departmental Manager with a recommendation for consideration.
- 4. Upon receipt of the report, the Line Manager shall convene a Code Committee meeting for a decision.

The Human Resources Business Partner, or Line Manager may before receipt of the reports required, suspend the employee pending a final decision of the Code Committee where it is considered that the continued presence of the employee is detrimental to Company interests.

An employee on suspension shall forthwith cease to perform the departments of his/her office and shall hand over all Company property and official materials.

An employee on suspension shall be eligible for half pay

An employee who is dismissed forfeits all benefits.

Where an employee on suspension is reinstated, he/she shall be paid arrears of the portion of salary retained during suspension. However, allowances paid as facilitation during duty such as lunch allowance, transport allowances and any work related privileges shall not be payable for the duration of the suspension.

17.5 HANDLING DISCIPLINARY ISSUES IN THE WORK PLACE

17.5.1 Duties of the Line Manager

- i. Call and conduct the disciplinary hearing using all evidence and witnesses desired by both parties.
- ii. By consensus with other Committee members, recommend on the appropriate sanction to be applied, taking into account any mitigating and/ or aggravating factors e.g. length of service or previous conduct record in each case.
- iii. Pronounce the decision of the Committee and complete the Disciplinary Inquiry Form ensuring that it is completed with all the details.
- iv. Ensure that the employee is given a copy of the Record of Proceeding Form described above.
- v. Obtain signatures on the said proceedings form from all parties concerned.
- vi. Explain to the employee concerned, if necessary, that signature on the said documents may be the only proof later of their presence at hearing and that refusal to sign will not in any way invalidate the proceedings or the decision of the committee as this will be noted on the Record of Proceedings Form.
- vii. Inform the offender of his right to appeal.
- viii. Cause a summary of proceedings to be made and such record to be kept.

17.5.2 Establish the facts of each case

- i. Carry out necessary investigations of potential disciplinary matters without unreasonable delay to establish the facts of the case.
- ii. Where practicable, different people should carry out the investigation and disciplinary hearing.
- iii. If there is an investigatory meeting this should not by itself result in any disciplinary action.
- iv. In cases where a period of suspension with pay is considered necessary, this period should be as brief as possible, should be kept under review and it should be made clear that this suspension is not considered a disciplinary action

17.5.3 Inform the employee of the problem

- i. If it is decided that there is a disciplinary case to answer, the employee should be notified of this in writing.
- ii. This notification should contain sufficient information about the alleged misconduct and its possible consequences to enable the employee to prepare to answer the case at a disciplinary meeting. It would normally be appropriate to provide copies of any written evidence, which may include any witness statements, with the notification.
- iii. The notification should also give details of the time and venue for the disciplinary meeting and advise the employee of their right to be accompanied at the meeting

17.5.4 Hold a meeting with the employee to discuss the problem

- i. The meeting should be held without unreasonable delay whilst allowing the employee reasonable time to prepare their case.
- ii. At the meeting the employer should explain the complaint against the employee and go through the evidence that has been gathered.
- iii. The employee should be allowed to set out their case and answer any allegations that have been made. The employee should also be given a reasonable opportunity to ask questions, present evidence and call relevant witnesses.
- iv. They should also be given an opportunity to raise points about any information provided by witnesses.
- v. Where an employer or employee intends to call relevant witnesses they should give advance notice that they intend to do this

17.5.5 Decide on appropriate action

After the meeting decide whether or not disciplinary or any other action is justified and inform the employee accordingly in writing.

17.5.6 Special cases

Where disciplinary action is being considered against an employee who is a trade union representative the normal disciplinary procedure should be followed.

Depending on the circumstances, however, it is advisable to discuss the matter at an early stage with an official employed by the union, after obtaining the employee's agreement.

17.6 KEYS TO HANDLING GRIEVANCES IN THE WORKPLACE

Let the employer know the nature of the grievance

Where it is not possible to resolve a grievance informally employees should raise the matter formally and without unreasonable delay with the Line manager who is not the subject of the grievance. This should be done in writing and should set out the nature of the grievance.

Hold a meeting with the employee to discuss the grievance

- i. Employers should arrange for a formal meeting to be held without unreasonable delay after a grievance is received.
- ii. Employees should be allowed to explain their grievance and how they think it should be resolved. Consideration should be given to adjourning the meeting for any investigation that may be necessary.

Decide on appropriate action

- i. Following the meeting decide on what action, if any, to take.
- ii. Decisions should be communicated to the employee, in writing, without unreasonable delay and, where appropriate, should set out what action the employer intends to take to resolve the grievance. The employee should be informed that they can appeal if they are not content with the action taken.

17.7 OVERLAPPING GRIEVANCE AND DISCIPLINARY CASES

Where an employee raises a grievance during a disciplinary process the disciplinary process may be temporarily suspended in order to deal with the grievance. Where the grievance and disciplinary cases are related it may be appropriate to deal with both issues concurrently.

17.8 COLLECTIVE GRIEVANCES

The provisions of this code do not apply to grievances raised on behalf of two or more employees by a representative of a recognized trade union or other appropriate workplace representative. These grievances should be handled in accordance with the organization's collective grievance process.

17.9 EMPLOYEE UNDER CRIMINAL PROCEEDINGS

Where an employee has been charged with a criminal offence, criminal proceedings are pending against him in court or are about to be instituted against him,

The employee shall be required to report such proceedings immediately to his line Manager

The Code Committee shall, having regard to the nature of the offence and the Company interest, order immediate suspension of the employee for offences that contravene Octagon Values.

Subsequent to the suspension, internal disciplinary proceedings shall be initiated as above and appropriate disciplinary action taken.

Nothing in this policy and procedure shall stop the Code Committee from ordering dismissal of an employee who has been suspended, notwithstanding that the case is still in court or the employee has been acquitted by court, if management and are of the view that the employee has committed a disciplinary offence and the requirements of the Company disciplinary policy and procedure have been complied with.

• **Informal Warning**

A verbal or informal warning will be given to an employee in the first instance or instances of minor offences. The warning shall be administered by the employee's immediate superior or team leader.

• **Formal Warning**

A written formal warning shall be given to an employee in the first instance for more serious offences or after repeated instances of minor offences.

The warning is administered will state the exact nature of the offence. It may also indicate any future disciplinary action which will be taken against the employee if the offence is repeated within a specified time limit.

The employee is required to read and sign the formal warning and has the right to appeal to higher management if he or she thinks the warning is unjustified.

Input from the HR Business Partner should be sought for advice on the text of the written warning.

If, despite previous warnings an employee still fails to reach the required standards in a reasonable period of time or commits a grave offence, it may become necessary to consider further disciplinary action which may include summary dismissal.

17.10 HANDLING OF FRAUD

Definition

Fraud can be described as "intentional acts designed to deceive or mislead others to their detriment, mainly to obtain unjust or illegal advantage.

Examples of Fraud

- Theft of property e.g. cash, stock.
- Falsification of documents e.g. alteration of expense receipts.
- Intentional misapplications of accounting rules e.g. miss postings to hide outstanding debts, falsifying reports, manipulation of clocking card.
- Receiving or giving of bribes.
- Signing service receipts, without receiving goods or services.

This list is however not exhaustive

Reporting of Fraud Within

When fraud is suspected or detected, the head of department or the departmental director should prepare a brief summary of the available facts to the Code Committee

The Head of Department shall be notified and copied on correspondence in all cases. Copies will be sent to HRD for personal file. No investigation shall be undertaken (by the Audit Manager or Security Manager or any other company manager), unless the code committee has been briefed on the matter and he has given his consent to the investigation.

An investigation will be conducted to establish the facts. The HR Business Partner and Legal Counsel will be consulted in the course of the investigation to ensure that the HR and legal matters are adequately taken into account.

A written report to the code committee shall be done at the end of the investigation, based on which appropriate action shall be taken.

The individual may, at the discretion of the code committee, be suspended with full pay. Under no circumstances will any internal or external communication be done. The matter will be treated with strict confidentiality, unless communication is deemed suitable by the Managing Director.

Resolution of fraud Cases

Depending on the circumstances of each case, cases of fraud shall be resolved as follows:

1) Summary Dismissal

Where the facts of the case are clear to the Code Committee or on reasonable sufficient grounds, the action committed is to the substantial detriment to the company or to the company's property; the employee concerned shall be summarily dismissed.

Where facts permit, legal action shall be instituted to recover the loss as per the laws permissible. Shall be notified to employees.

The company will always instigate legal proceedings to recover losses incurred as a result of the said employee actions.

The company reserves the right to notify the customers , third parties where it deems relevant/ protect the business network shall consider putting the dismissed in the press, to warn customers and the public at large - depending on the specific circumstances.

2) Termination of Contract for Reasons Other than Gross Misconduct

This will be done where the circumstances of the fraud are such that the employee's own involvement cannot be proved, but through facilitated the offense through negligence or failure to act.

Notice to terminate employment shall be given by the Company, in line with the employee's employment contract.

Employee may be paid his terminal dues.

Employee may be given his "certificate of good conduct" on request.

Resignation

The company may accept the resignation at employee's request or else take action as above.

Where fraud is suspected to have been committed by employee or with his collusion but cannot be proved by the company, the Company shall pay the employee so that he/she leaves the business immediately i.e. not to serve the notice period.

Employee shall be paid his terminal dues.

17.11 STATUTORY PROVISIONS:

In interpreting the above clauses, reference should also be made to the respective country's labor laws to ensure compliance to the provisions contained therein.

17.12 APPENDIX

Code of Conduct

Octagon has a superior reputation as a private registered organization. As a member and employee of this organization, dedicated to serving clients, their families and the communities in which they live, you continually represent the company in all that you do. In your capacity as Octagon representative, it is extremely important to understand the standards Octagon expects from you in maintaining and promoting a positive image of the organization. All employees of Octagon will observe the standards of conduct, which guide the actions of Octagon and its employees as detailed in this Code of Conduct.

Octagon has developed this Code of Conduct to assist you and all employees to gain an understanding of why it is important to conduct yourself in a professional and ethical manner and what business practices Octagon promotes.

Policy

OCTAGON is dedicated to offering retirement benefits insurances, training and property management services. The ability of Octagon to meet its' objectives depends on complex relationships with service providers, clients, beneficiaries, suppliers and the general public. Octagon success over the past years is due in part to its reputation for honesty, integrity, and excellence in the conduct of its activities. As the environment in which Octagon operates becomes more complex, Octagon has recognized the need to state clearly the principles which guide its' decisions and the conduct of its employees, and to assist employees in maintaining Octagon reputation. To this end, the Code of Conduct ("Code") outlines the standards of conduct which guide the actions of Octagon and its' employees.

Procedure

Simply stated, Octagon expects employees to comply with the laws and regulations governing Octagon operations, and further, to maintain the highest standards of honesty and integrity in their conduct of such operations, and with a constant regard for Octagon good name. In this context, it is expected that each employee will:

- be loyal and honest in his or her dealings with Octagon and will not pursue personal or family gain/advantage in such dealings;
- be loyal and honest in dealings with the beneficiaries of Octagon clients, suppliers and fellow employees;
- respect the trust placed in each employee of Octagon including ensuring the proper use of the company resources and information;
- avoid any behavior which is, or might be seen as, less than honorable;
- avoid any behavior or situation which may reflect badly on Octagon

This Code is not intended to cover every situation which employees of Octagon may face. No statement can offer a complete guide to cover all possible situations which may be encountered. Octagon anticipates therefore, that questions from time to time will arise as to the propriety of any action or the application and interpretations of the Code. An employee is expected to discuss such questions with his/her supervisor who will seek advice from his or her immediate supervisor, and so on, as necessary.

Violations of the Code can have serious implications for Octagon activities. Nothing in the Code abrogates therefore, Octagon right to take whatever action it deems appropriate.

Violations of the Code may result in disciplinary action up to and including termination with or without notice to the employee, based on the severity of the infraction and the totality of the circumstances.

Civil legal action may be brought by Octagon against employees for Code violations as Octagon, at its sole discretion, deems appropriate.

Violations of the Code that may violate local laws will be reported to authorities as required by law or as deemed appropriate by Octagon

1. REVIEW OF CODE WITH EMPLOYEES

On first appointment, all employees will familiarize themselves with the contents of the Code of Conduct, sign two copies of the same to signify that they have read and understood the contents therein. A signed copy of the Code of Conduct will be placed in the employee's file, the other copy retained by the employee.

2. BUSINESS PRACTICES

2.1. Laws and Regulations

Employees must at all times observe the laws and regulations of the jurisdiction to which they are assigned.

2.2. Political Contributions

Octagon will make no contributions, directly or indirectly, to any political candidate or party. Because it may be considered an in-kind political contribution, Octagon will not give employees time off with pay for political activity.

2.3. Gifts and Entertainment

When dealing with government personnel, beneficiaries, clients, suppliers and other persons, employees must be guided by two principles: (a) never to use his/her position to obtain personal gain and, (b) never to be obligated to persons with whom Octagon does business.

Employees also must conduct themselves at all times in a manner that avoids suspicion of such behaviour.

Employees must not be involved in paying or accepting any bribe, kickback or other unlawful payment or benefit to secure any concession, contract or other favorable treatment.

Employees must not give any gift, entertainment or benefit to any supplier or public official in circumstances where such an action could be viewed as attempting to secure the favor of such a person.

Reasonable business entertainment and/or gifts may be furnished / accepted by employees whose duties require them to do so provided that a proper accounting of the expenditures/benefit is made in writing to the employee's supervisor. In determining what is reasonable the entertainment and/or gifts should not be of such value as to constitute a personal enrichment for the recipient and it should not be such as to appear excessive to an objective observer. Approval for reimbursement of such expenditures is at Octagon sole discretion.

2.4. Transparency

Octagon operation is based on public trust. It requires impartiality in the organization's decision making process and openness in its operations. Transparency is manifested in the following:

- i. Clearly defined policies and procedures that are pursued in a consistent manner
- ii. Honest and timely reporting
- iii. Impartiality in business relations

3. WORKING CONDUCT

3.1. Working hours:

During official hours, all staff members are expected to devote their time fully to the work assigned to them. Personal visits and calls are not encouraged and should be limited.

3.2. Personal work:

Within the specified working hours, no personal work is to be carried out. The grooming code requires neatness, tidiness, cleanliness and modesty in style (naturally sensitive and appropriate).

3.3. Equipment:

Use of Octagon equipment e.g. computers for personal use is discouraged.

3.4. Chain of command:

Staff members will recognize the regular administrative channels of the organization and direct any correspondence, communication or approaches through the proper channels.

3.5. Official Language:

The official language is English and Kiswahili. Use of other vernacular languages is not permissible except while dealing with clients as the need arises.

3.6. Confidentiality:

Staff members shall exercise the utmost discretion in regard to all matters of official business. Staff shall not communicate to any person any information, known to them by reason of their official position. Nor shall they at any time use such information to private advantage. These obligations do not cease upon separation from Octagon

3.7. Professional image:

Octagon employees are expected to treat other staff members, as well as all other persons with whom they come into contact on Octagon business, with courtesy, respect, equality and cultural sensitivity. Octagon strictly prohibits any kind of prejudicial behavior or harassment on the grounds of religion, sex, race, ethnic origin, health, political affiliation or marital status.

3.8. Politics:

Staff members shall not engage in any political activity that is inconsistent with, or might reflect upon, the independence and impartiality required by their status as staff members of the organization. Any staff member who becomes a candidate for public office of a political character shall resign.

4. PERSONAL INFORMATION

Staff members have an obligation to report any information that may affect their service with Octagon to their supervisor. This includes but is not limited to suspicion that an irregularity involving staff members' and/or with vendors or other outside parties. If the staff member is not satisfied after discussions, or has reason to believe that the supervisor is involved, he/she should speak with a higher ranking officer at the next level or send a confidential report to the HRM/MD.

Staff members shall report immediately any information pertaining to an arrest or when charged with an offence other than a minor traffic violation. They shall also be expected to report when they are summoned before a court of law as a defendant in a criminal proceeding or convicted of any offence other than a minor traffic violation. Such information shall be reported to the HRM/MD

Staff members may at any time be required by Octagon to supply information concerning facts prior to their appointment, relevant to their suitability, integrity, conduct and service as a staff member.

5. FINANCIAL

Staff members have a financial obligation to Octagon in respect of any loss suffered because of their negligence or as a result of contravention of any regulation, rule or procedure.

- i. The right of a staff member to claim any allowance or payment to which they are entitled, but which is unclaimed lapses two years after the date on which the entitlement arose. Similarly, the right of Octagon to claim from a staff member any overpayment made lapses two years after the date on which the overpayment was made but with exception for statutory debts/taxes.
- ii. No false entries are to be made in the Octagon books for any reason, and no staff member shall engage in any arrangements that result in such an unlawful act.
- iii. Payments are not to be approved or made with the intent that any part of the payment will be used for any purpose other than that described in the supporting document.
- iv. Any staff member who knows of any unrecorded asset or any prohibited act must report it promptly to their supervisor/HoDs/MD.
- v. Octagon is not obligated to become involved in the settlement of any money borrowed by a staff member from any colleague or financial institution, except for legal deductions/obligations mandated by the law.

6. COMMUNICATION

Staff members shall not, except in the normal course of official duties, and with the prior written approval of

The HoD/MD perform any one of the following acts, if such an act relates to the purposes, activities or interests of Octagon:

- i. Issue statements to the press, radio or other agencies of public information.
- ii. Accept speaking engagements.
- iii. Submit articles, books or other material for publication. However, a staff member can write on topics that are not Octagon Pension related.
- iv. Divulge financial information.

7. RIVALRY/VIOLATION OF THE ORGANISATIONS FUNDAMENTAL BELIEFS

Octagon staff members shall not engage themselves in activities that rival the organization's beliefs at any level of its operations. When a staff member engages in or has an interest in an organization/activity that engages in rival activities against Octagon, such a staff member shall be informed to relinquish the position that is held with the organization, as it shall be a clear conflict of interests situation.

8. CONFLICT OF INTEREST

Policy

Octagon respects each employee's right to privacy in the conduct of his/her personal affairs. Employees and immediate relatives should be free however, of outside interests and activities which might impair the exercise of the employee's independent judgment in carrying out his/her duties as an employee, to act solely in the best interest of Octagon

A conflict of interest occurs when the professional actions of an Octagon employee are not solely based upon the best interest of the organization but upon another interest from the Octagon employee or that an immediate relative may benefit personally.

Octagon employees and their immediate relatives are therefore not permitted to have a business relationship with any organization or person with whom Octagon has business dealings if that business relationship creates a potential conflict of interest. Octagon employees and their immediate relatives are similarly not permitted to have a business relationship with Octagon clients, suppliers and any other associated company

Note: Immediate relatives mean the employee's children, parents, siblings, spouse and similar relations due to marriage such as brother-in-law, sister-in-law, parents-in-law and step children. Business relationship is when a transaction economically benefits either or all parties involved in the transaction

Guidelines and Procedures

A conflict of interest situation exists when an Octagon employee or immediate relative:

- Has a business relationship with an Octagon client, supplier another employee, or any other associated company
- Has a business relationship with a company, firm, other organization, or person with whom Octagon does business
- An employee may not be, directly or indirectly through a family member or other person acting on his/her behalf, an employee or serve as proprietor, partner, officer or director of any supplier, if the employee has any role in the selection of suppliers

An employee may not own capital stock or have other investment in any enterprise which is a supplier to Octagon, if such investment would be significant enough to interfere or conflict with the employee's obligation and responsibilities to Octagon

An employee may not be a consultant, employee or representative of another firm if such service would:

- a. interfere with the employee's obligation to Octagon because of the demand of time or interest,
- b. utilize Octagon proprietary information gained primarily through being employed by Octagon,
- c. Identify Octagon with an activity or cause with which it does not want to be identified
- d. Where an employee or member of the employee's family has an outside interest in or activities with, any supplier of goods or services to Octagon, such interest or activities with such supplier must be disclosed by the employee in writing to the employee's immediate supervisor, and to the MD so that appropriate management decisions can be made.

9. PROPRIETARY RIGHTS

Policy

All employees have an ongoing obligation to protect the proprietary interests of Octagon. The purpose of this policy is to recognize Octagon interest in the use and dissemination of information generated by its employees in the scope of their employment

Definition of proprietary assets

Proprietary assets are defined as that data created for Octagon by Octagon employees or consultants relative to programme evaluations, grants, business processes, research, planning, development, personnel matters, etc.

Use or reproduction of Octagon proprietary assets, unless as required in the course of everyday business, may not take place without prior written consent from the MD who will review individual requests prior to approval and issuance of guidelines.

10. DISCLOSURE AND USE OF OCTAGON INFORMATION

Employees who have access to Octagon technical or financial information are in a position of trust. They must not disclose or use such information outside the normal requirements of their job. No disclosure or use of Octagon information outside the immediate scope of employment should be made without obtaining prior written approval from the MD and, where necessary, the obtaining of a written agreement from the employee that confidentiality will be respected.

11. ARTICLES/REPORTS AUTHORED BY OCTAGON EMPLOYEES

Any and all reports, articles or other documents that are prepared by the employee are for the exclusive use of Octagon. As a matter of standard practice, whenever an employee prepares an article for publication about Octagon activities the manuscript is to be forwarded for review and prior approval to the respective levels before being submitted for publication. The same applies to the writing of in-house computer software. No employee is entitled to the copyright ownership.

Octagon wishes to encourage its' employees to write and publish articles about its' programs and projects, however, it must be remembered that an article by a member of the staff may be considered a reflection of Octagon policy and interest.

Octagon representation in the media and/or Public Occasions must receive the prior consent and approval in writing from the MD. As a matter of standard practice, whenever an employee prepares a publication about Octagon programs/project, prior written consent by the MD must be obtained. It is not Octagon intention to make extensive editorial suggestions. The purpose is to ensure that what is presented by Octagon representatives is consistent with general organisation policy.

12. PERSONAL CONDUCT OUTSIDE OF WORK

Octagon does not intend to dictate the belief and value systems by which its employees conduct their personal lives. Octagon position is dependent however, on maintaining good relations with clients and organizations. Unlawful or other conduct by employees which may jeopardize Octagon reputation or position, whether during or after business hours, will not be permitted. Such conduct includes but is not limited to, any unlawful activity, sexual harassment, physical/verbally abusive behavior or public disorderly conduct

13. MISUSE OF COMPUTERS

Octagon computer hardware, networks, databases and software are company property and access is made to employees on trust. Improper access, manipulation, alteration or other interference with computer systems and the information held therein is prohibited. All irregularities must be reported to management

14. DRUG-FREE WORKPLACE

Octagon believes in its employees as in the services it provides. Employees' health and wellbeing are very important, and thus the intent of this policy is to promote a healthy and caring environment for everyone. Therefore, anywhere Octagon work is carried out is declared a drug-free workplace.

In Octagon is a drug-free environment, it is not permitted for any reason to illegally manufacture, distribute, dispense, possess or use any controlled substance, which may include: narcotics (heroin, morphine, etc); cannabis (marijuana, hashish); stimulants (cocaine, diet pills, etc), depressants (tranquillizers); hallucinogens (PCP, LSD, 'designer drugs', etc), miraa, and any other local drug.

15. SERIOUS DISEASES

Octagon promotes the well being of all its employees. In those instances when a colleague may become ill with an infectious, long term, life threatening or other serious disease or disability, it is Octagon hope that he/she will be able to continue to work as long as the individual is physically and mentally able to perform duties without undue risk to their own health or that of colleagues.

Octagon will not discriminate against any qualified employee or job applicant with respect to any terms, privileges, or conditions of employment because of a person's physical or mental disability. If an employee is afflicted with a serious disease or other disability, he/she will not be treated any differently than other employees. Octagon retains the right and duty, however, to be satisfied that, notwithstanding the disease or disability, the employee remains qualified to perform his/her duties. In order for Octagon to make such a determination, it may require the employee to obtain sufficient information for Octagon Pension to make an individualized assessment of his/her capabilities focusing on the essential functions of the particular position the employee holds.

If Octagon reasonably believes that the employee is medically disabled and that because of a disability he/she is unable to perform the essential functions of the position, Octagon has the right and duty to require the employee to have a medical examination. If the employee refuses to have an examination, he/she may be treated the same as any other employee who does not perform his/her duties satisfactorily.

If you are diagnosed as having a serious disease, you should inform your supervisor/HRM of your condition as soon as possible. Octagon will maintain the confidentiality of the employee's diagnosis and all medical records of employees with serious diseases or disabilities, unless otherwise required by law.

An employee concerned about being infected with a serious disease by a colleague, or other person affiliated with Octagon should convey this concern to the appropriate supervisor. Employees who refuse to work with or perform services for a person known or suspected to have a serious disease, without first discussing their concern with a supervisor, will be treated as all other performance problems are treated, up to and including termination if necessary.

Note: A serious disease could include, but is not limited to, cancer, heart disease, multiple sclerosis, hepatitis, tuberculosis, HIV, AIDS, etc.

16. CONSULTANCY

Octagon official responsibilities must always take priority over outside service. Staff may not engage in any outside occupation or employment without the prior written approval of the MD. This applies to services rendered as a consultant, external examiner, agent, student advisor, officer, director or trustee for an outside agency, institution or government. It does not apply to posts in religious or social organizations such as churches or clubs (provided they are not political, or have political standing or affiliations whatsoever), or to assignments connected with Octagon co-operative activities.

17. EMPLOYMENT OF FORMER MEMBERS

Octagon always values the experience and past contributions of former employees. Due to the dynamic nature of the organization, however, it should be understood that much can change during a short or long term absence.

Octagon encourages former employees who are considering reapplying to Octagon for employment to gain an understanding of what changes may have taken place so that they realize that they are not going back to the same organization.

If an applicant was previously employed by Octagon and left the organization in good standing he/she may be considered for re-employment. He/she will be required to apply for positions in the same manner as outlined for all applications in the HRPM. If he/she should rejoin Octagon he/she will be considered as a new employee and subject to all policies, procedures and benefits as a newly hired employee.

18. DEALINGS WITH CLIENTS

Employees are not to use the property of, or employ the efforts of, clients, or suppliers for the benefit of the employee or the benefit of the employee's family. An employee must do nothing which may cause emotional, physical or financial harm to the clients, individuals, suppliers, that Octagon is in partnership with.

This Code of Conduct is used in conjunction with the signed Terms and Conditions of Employment

Print Name _____

Signature: _____

Position: _____

Date: _____