



**Eshet Children and Youth Development Organization
(ECYDO)**

**Code of Conduct for the Members of the Board of
Directors**

Addis Ababa

September 2016

PREAMBLE

Cognizant of that self-regulation promotes high standards of practice within the organization and serves as a framework for professional behavior and responsibility;

Convinced that it is essential for the organization to devise and implement a Code of Conduct which not only reflects the organization's own core values and norms, but also leads to effective and efficient partnership and collaboration with beneficiaries and key partners including government and donors;

The General Assembly of ECYDO has adopted this Code of Conduct on September 2016.

SECTION ONE

GENERAL

Article 1: Title

This Code may be cited as the Code of Conduct for members of Board of Directors of ECYDO, hereinafter referred as the “Code”.

Article 2: Objectives of the Code

The Code shall have the following objectives:

- 2.1 Promoting adherence by the Board members to generally accepted ethical standards and operational norms;
- 2.2 Protecting the credibility and integrity of the Board members;
- 2.3 Improving the governance and leadership quality of the Board members and to devise efficient decision-making processes;
- 2.4 Maintain and enhance ethical standards, ensuring public confidence in the integrity of the Board members ;
- 2.5 Strengthening the organization’s internal governance structures and therefore makes it more transparent and accountable.

Article 3: Scope of Application of the Code

The provisions of this Code shall be applicable to all ECYDO Board members including the Executive Director.

SECTION TWO

GUIDING PRINCIPLES OF THE CODE

Article 4: Accountability

- 4.1 All Board members shall be accountable for their actions and decisions to ECYDO members, beneficiaries, donors, government and partner organizations;
- 4.2 Each Director and Executive Officer shall be responsible for complying with this Code of conduct;

- 4.3 If any member of Board of Directors believes that a prohibited act under this Code has occurred, then he/she shall promptly report such belief to the Chairman of the Board and the Chair of the General Assembly.

Article 5: Transparency

- 5.1 The Board of Directors shall proactively make available accurate and timely information about its performance to members of organization and interested partners;
- 5.2 The Board Directors shall ensure that ECYDO to prepare and make available to the members and beneficiaries basic financial information on the organization, including the source of its funding and the use of those funds;
- 5.3 Notwithstanding the above provisions, the organization shall maintain the confidentiality of personal information on staff, clients and other individuals, unless the individuals waive this right, or disclosure is required by law.

Article 6: Participation

- 6.1 Board members shall attend quarterly regular Board meetings and other extraordinary meetings. Board members are expected to attend at least two regular quarterly meeting per year;
- 6.2 Board members shall promote the image of ECYDO and actively participate in the fundraising efforts, including being active in solicitations and in making individual contributions.

Article 7: Respect for human rights

Board members shall respect and adhere to nationally and internationally recognized human rights, particularly in their dealings with the staff members and beneficiaries of the organization

Article 8: Independence

- 8.1 Board members shall ensure that financial support does not compromise their independence, autonomy and hence their ability to speak for the people;
- 8.2 They shall strive to maintain their autonomy and to resist conditional ties that may compromise their missions and principles.

SECTION THREE
GOVERNANCE OF THE CODE

Article 9: Organizational Management

- 9.1 The services of the Board members shall be given freely and voluntarily other than reimbursements for essential costs incurred during service;
- 9.2 Members in the Board of Directors should be unrelated by blood or marriage;
- 9.3 Individuals serving as auditors (internal and external) and treasurers should be unrelated by blood or marriage to any person in the Board of Directors as well as the executive director;
- 9.4 The Board of Directors shall regularly and periodically evaluate its own performance and that of the Executive Director;
- 9.5 Board members shall have regular and periodic meetings. Minutes of each meeting shall be produced and properly documented for future reference.

Article 10: Program, Financial and HR Management

- 10.1 The Board shall actively participate with the staff in long-term and short-term strategic planning processes and oversight its compliance with the mission of the organization;
- 10.2 The Board shall review the annual plan and budget for approval by the General Assembly. The Board also shall be given a mandate to approve certain amendments within limits determined in advance;
- 10.3 The governing body shall hire the executive director, undertaking a careful search process to find the most qualified and experienced individual, and periodically evaluate his/ her performance;
- 10.4 Ensure the recruitment of staff is based on merit and regardless of race, sex, ethnicity, affinity, religion, or other status.

Article 11: Internal and External Complaints and Response Mechanisms

The Board shall put in place mechanisms through which it enables beneficiaries, members' of the organization, staff and other stakeholders to make complaints against its decisions and actions, and ensures these are properly reviewed and acted upon.

Article 12: Prevention of Conflict of Interest

- 12.1 The interests of the organization must be the first priority in all decisions and actions of the Board;
- 12.2 Every Board member has a duty to avoid business, financial or other direct or indirect interests or relationships which conflict with the interests of the ECYDO or which divides his/ her loyalty to the organization;
- 12.3 Board members shall not profit materially in their capacity as Board members from their affiliation with ECYDO;
- 12.4 No member shall participate in deciding a matter directly impacting that individual.

SECTION FOUR

CERTIFICATION OF COMPLIANCE and SIGNING

Article 13:

Each year each Board member must sign a certificate of compliance with the Code of conduct.