

**BANQUE AFRICAINE DE DÉVELOPPEMENT
AFRICAN DEVELOPMENT BANK**



**CODE
OF
CONDUCT**

August 1999

TABLE OF CONTENTS

	Page
CHAPTER I. GENERAL PROVISIONS	
1.1. Purpose	1
1.2. Application	1
1.3. Definitions	2
CHAPTER II. BASIC PRINCIPLES OF ETHICAL CONDUCT	3
2.1. Integrity, Impartiality and Discretion	3
2.2. Loyalty to the Bank	4
2.3. Relations with member states	4
CHAPTER III. PRIVILEGES AND IMMUNITIES	6
3.1. Personal privileges and immunities	6
3.2. Waiver of immunities	7
CHAPTER IV. PERSONAL CONDUCT	8
4.1. Relations with the public	8
4.2. Use of Bank property, services or facilities	8
4.3. Staff inter-personal relations	9
CHAPTER V. POLITICAL ACTIVITIES	10
5.1. Prohibition of political activities	10
5.2. Appointment to a national public office	10
CHAPTER VI. CONFLICT OF INTEREST	11
6.1. Definition	11
6.2. Some illustrations	11
CHAPTER VII. EXTERNAL EMPLOYMENT AND ACTIVITIES	12
7.1. Full commitment to the Bank	12
7.2. Outside activities	12
CHAPTER VIII. FINANCIAL AND BUSINESS INTERESTS AND TRANSACTIONS	14
8.1. Interest in recipient of Bank financing	14
8.2. Interests in entity engaged with financial transactions with the Bank	14
8.3. Securities, debt-obligations issued by the Bank	15
8.4. Currency trading	15

CHAPTER IX.	REQUIREMENT OF DISCLOSURE	16
9.1.	General disclosure	16
9.2.	Periodical disclosure statement	16
CHAPTER X.	CONFIDENTIALITY OF INFORMATION	18
10.1.1.	Security of confidential information within the Bank	18
10.2.	Information disclosure and its use for private advantage	18
10.3.	Publications and public speaking	18
CHAPTER XI.	GIFTS, DECORATIONS AND HONORS	19
11.1.	Gifts connected with official duties	19
11.2.	Honours not connected with official duties	20
CHAPTER XII.	MISCELLANEOUS PROVISIONS	21
12.1.	Election or appointment of staff member as Executive Director or Alternate	21
12.2.	Conflict resolution	21
12.3.	Dealing with the Bank after separation	21
12.4.	Amendments	21
12.5.	Effectiveness	21

CODE OF CONDUCT

CHAPTER 1 **GENERAL PROVISIONS**

1.1. PURPOSE

- 1.1.1. This Code of Conduct contains the basic principles of professional ethics, expected from international civil servants, and is intended to provide *Guidance* to staff members, to avoid situations of real or apparent conflict between their private interests and their public duties. It elucidates and supplements the relevant provisions of the Agreement establishing the Bank (“ADB Agreement”), the Staff Regulations, the Staff Rules, and other relevant legal instruments.
- 1.1.2. Since it is not possible to set out an all-inclusive or exhaustive Code of Conduct for the guidance of staff members, staff members are expected to use their own good judgement to conform with the intent and the spirit of this Code in all matters not specifically stated herein. Should staff members have any doubt as regards the proper course of action in any matter related to this code, it will be in the staff members’ own interest to seek the advice of their Head of Department or Unit, or the Director of Human Resources Management.

1.2. APPLICATION

- 1.2.1. All employees of the African Development Bank (“the Bank”), regardless of their positions and duties, are required to observe the standards of conduct contained in this Code. Failure to do so may be sanctioned, as unsatisfactory conduct or serious misconduct, as the case may be, under the Staff Regulations and the Staff Rules.
- 1.2.2. While this Code is addressed to staff members, it is applicable, *mutatis mutandis* to their immediate family members, as defined in paragraph 1.3 herein. It is, therefore, a staff member’s responsibility to ensure that his/her immediate family members comply, where applicable, with the provisions of this Code. Where an immediate family member of a staff is affected by a provision of this Code, it shall be the responsibility of the staff member, to fully disclose the circumstances of such family member's involvement and, as necessary, to take all appropriate steps to ensure that the immediate family member complies with the specific provision.

1.3. DEFINITIONS

For the purposes of this Code:

Staff Member means, and includes, all *Officials* of the Bank and both expressions are used interchangeably to mean and include all officials and other employees of the Bank, irrespective of the type of appointment.

Immediate family member means the dependent spouse and dependent child, or secondary dependent of the staff member, as defined in the Staff Regulations and Rules.

Short-term trading means any combination of the buying or selling of securities by staff members within a period of six (6) months.

Unpublished information means any information, which has not been or is not to be publicly released pursuant to the Policy on Disclosure of Information approved by the Board of Directors of the Bank on December 19, 1997.

CHAPTER II BASIC PRINCIPLES OF ETHICAL CONDUCT

2.1 INTEGRITY, IMPARTIALITY AND DISCRETION

Article 37 of the ADB Agreement, requires the President, in the appointment of the officers and staff of the Bank to, inter alia, make it his foremost consideration “to secure the highest standards of efficiency, technical competence and integrity...”

- 2.1.1. Demonstrate Personal Integrity:** Staff members are expected to act with integrity, honesty, probity and loyalty. In the discharge of their functions and private affairs, they are to avoid any action, which may reflect unfavourably upon their position as employees of an international organisation, either in their own country or elsewhere. (*Staff Regulation 3.4*)¹
- 2.1.2. Perform Official functions with Impartiality:** This value should govern the conduct of a staff member’s official duties, which must at all times be characterised by objectivity and professionalism. Staff members should not allow personal relationships or considerations to influence the performance of their duties and should not use their public office for private gain or give preferential treatment to any private individual or organisation. In view of the international character of the Bank, and the importance the Bank attaches to diversity, staff members are expected to act with tolerance, sensitivity, respect, and impartiality towards other persons’ cultures and backgrounds. (*Staff Regulation 3.4*)²
- 2.1.3. Act With Utmost Discretion:** Staff members should always bear in mind the reserve and tact incumbent upon them by reason of their international functions. They are required to exercise the utmost discretion in regard to matters of official business. (*Staff Regulation 3.6*)³

¹ Staff Regulation 3.4 provides: “In the performance of their duties, staff members shall neither seek nor accept instructions from any government or from any other authority external to the Bank. They shall not interfere in the political affairs of any member country of the Bank; nor shall they, when dealing with a particular country be influenced in their business by the political character of that member country. Only financial, technical and other economic considerations shall be relevant to their recommendations. They shall weigh such considerations impartially in order to achieve the purpose and carry out the functions of the Bank.”

² See footnote n° 1 above.

³ Regulation 3.6: “Staff members shall exercise the utmost discretion with regard to all matters relating to the activities of the Bank both while they are staff members and after their service with the Bank has ended. Except in the performance of their duties, they shall not disclose any unpublished information known to them by reason of their position with the Bank, or use such information to private advantage without the prior authorization of the President or any authority designated by him”.

- 2.1.4. Respect the Statutes, Regulations and Rules of the Bank and the Laws of the Host Country:** Staff Members have the duty to study and observe the statutes, regulations and rules of the Bank and to abide by the laws of the Host Country. This entails also the need to prevent all forms of mismanagement of public funds by maintaining strong fiscal controls, and by supporting audits and investigative activities. (*Regulation 3.3*)⁴

2.2 LOYALTY TO THE BANK

*Article 38(3) of ADB Agreement states: “The President, Vice-Presidents, Officers and staff of the Bank, in discharge of their offices, owe their duty entirely to the Bank and to no other authority. Each member of the Bank shall respect the international character of this duty and shall refrain from all attempts to influence any of them in the discharge of their duties.”*⁵

- 2.2.1. Staff Members of the Bank, are international civil servants and, thus, hold their positions as a public trust. They are required under the ADB Agreement and the Staff Regulations to owe their duty entirely to the Bank, and to no other authority. They should thus place their loyalty to the Bank above private gain, and help maintain the reputation of the Bank as the premier development and finance institution in Africa.
- 2.2.2. To this end, it is important that staff members demonstrate and maintain the highest standards of honesty, integrity and impartiality and conduct themselves, in their official and personal relationships, in a manner, which commands respect and confidence in their status, as public servants.

2.3 RELATIONS WITH MEMBER STATES

Article 38(2) of the ADB Agreement provides, in part, that “the Bank, its President, Vice-Presidents, officers and staff shall not interfere in the political affairs of any member; nor shall they be influenced in their decisions by the political character of the member concerned.”

⁴ Regulation 3.3.1: “Staff members shall be subject to the authority of the President, ... In the discharge of their duties and for the observance of all rules and regulations of the Bank, they shall be responsible to him, or to such other person or persons to whom he has duly delegated authority.”

⁵ Staff Regulation 3.2 provides: “By accepting appointment, staff members pledge themselves to discharge their functions and conduct themselves in the Bank’s best interests. Consequently, their first loyalty is to the Bank and to no other authority. They shall respect and do their utmost to maintain the international character of their position and refrain from any action or conduct likely to compromise them or the Bank, whose reputation and prestige they must seek to maintain and enhance”.

- 2.3.1. As international civil servants, staff members must avoid any action which impairs the good relations of the Bank with Governments, or destroy confidence in the Management of the Bank - such as public criticism of, or any kind of interference with, the policies or affairs of governments. *A fortiori* any direct or indirect activity with a view to overthrow a government by force, including incitement or advocacy of such overthrow, is one of the gravest forms of misconduct.

CHAPTER III
PRIVILEGES AND IMMUNITIES

3.1. PERSONAL IMMUNITIES AND PRIVILEGES

Article 56 of the ADB Agreement provides, inter alia, that all officers and employees of the Bank, experts and consultants performing missions for the Bank “(i) shall be immune from legal process with respect to acts performed by them in their official capacity; (ii) where they are not local nationals, they shall be accorded the same immunities from immigration restrictions, alien registration requirements and national service obligations, and the same facilities as regards exchange regulations as are accorded by members to the representatives, officials and employees of comparable rank of other members; and (iii) shall be granted the same treatment in respect of travelling facilities as is accorded by members to representatives, officials and employees of comparable rank of other members.”⁶

3.1.1. Staff members are afforded privileges and immunities under the ADB Agreement and the Headquarters Agreement between the Bank and the Government of the Republic of Côte d’Ivoire, (“Headquarters Agreement”) for their protection. However, these privileges and immunities are accorded to staff members by virtue of their status as international civil servants, in the interest of the Bank and not for the personal benefit of the individual.

3.1.2. It is understood therefore that the privileges and immunities do not relieve individual staff members from fulfilling their legal and civic obligations as citizens or residents in the country of their duty station, in matters unrelated to the work or interests of the Bank. Staff members must comply with all statutory and other regulatory rules and regulations of the Host State and abide by valid processes of law, respect court judgements and honour legal summons to appear before courts and other tribunals, concerning the staff member’s private matters. In case of doubt regarding the compatibility of any particular legal or civic obligation with a staff member’s international status, the staff member concerned must seek the prior guidance of the Director of Human Resources Management.

⁶ See also Article 15 of the Headquarters Agreement, which also provides, *inter alia*, immunity from all immigration restrictions and alien restrictions for officials of the Bank and their families, provided they carry an appropriate identity card certifying their relationship to the Bank.

3.2. WAIVER OF IMMUNITIES

Article 59 of the ADB Agreement provides, in part: “The Immunities, exemptions and privileges provided in this chapter are granted in the interests of the Bank.... The President shall have the right and the duty to waive the immunity of any official in cases where, in his opinion, the immunity would impede the course of justice and can be waived without prejudice to the interests of the Bank.”

- 3.2.1. The President has the right and the duty to waive the immunity of an official in any case where, in the President’s opinion, the immunity would impede the course of justice and can be waived without prejudice to the interests of the Bank.

CHAPTER IV

PERSONAL CONDUCT

4.1. RELATIONS WITH THE PUBLIC

The first sentence of Staff Regulation 3.5 provides that “Staff members shall conduct themselves in a manner befitting their status as employees of an international institution”

- 4.1.1. With respect to relations with the public, in order to comply with this regulation, staff members should seek to understand and respect the culture, customs and habits of the country of their duty station. They must avoid ostentatious living and conduct which might give rise to resentment.
- 4.1.2. A staff member shall honour all valid financial obligations incurred by the staff member, including any imposed by law such as taxes, in a proper and timely manner. For purposes of this Code, valid financial obligations mean the financial obligations acknowledged by the staff member or adjudged by a court of competent jurisdiction or a properly constituted arbitral tribunal, as due and payable by the staff member.

4.2. USE OF BANK PROPERTY, SERVICES OR FACILITIES

Regulations 3.2 of the Staff Regulations states that “By accepting their appointment, staff members pledge themselves to discharge their functions and conduct themselves in the Bank’s best interests”.

- 4.2.1. Consequently, the loyalty to the Bank entails that, staff members shall not directly or indirectly use, or allow the use of Bank property or service of any kind, for personal ends or for other than official activities. Staff members shall refrain from damaging the Bank property or using it in an inappropriate manner. Staff members have a positive duty to protect and conserve the property of the Bank.
- 4.2.2. Staff members engaged in an authorised external activity, shall not use Bank services, supplies or facilities in the preparation of such activity.

4.3. STAFF INTER-PERSONAL RELATIONS

- 4.3.1. In dealing with other officials, staff members shall act with impartiality, tolerance and understanding. They shall treat their colleagues, whether supervisors, peers or subordinates, with courtesy and respect. They shall avoid any action which may be viewed as harassment, including sexual or gender harassment, or verbal or physical abuse. They shall at all times avoid comportment or behaviour at the workplace which, although not rising to the level of harassment or abuse, may nonetheless create an atmosphere of hostility or intimidation that interferes with work performance.
- 4.3.2. While due recognition should and must be given to the merits of an individual, supervisors have the duty to accord fair treatment to their staff. Therefore, the conduct of supervisors must be free of intimidation or favouritism. To this end, solicitation or acceptance by supervisors of favours, gifts or loans from their staff and, *a fortiori*, the offer of such gifts or loans by staff to supervisors in return for favours is prohibited.⁷

⁷ On an occasional basis and in accordance with tradition, staff may exchange gifts other than cash, except for voluntary group contribution for food or refreshments to be shared at the office, for events of personal significance such as marriage, illness or the birth or adoption of a child or on occasions of retirement, resignation or transfer. Also excepted, is food and refreshments that are shared in the office among employees and personal hospitality at home as is customary among friends.

CHAPTER V

POLITICAL ACTIVITIES

Article 38 of the ADB Agreement provides, inter alia: "The Bank, its President, Vice-Presidents, officers and staff shall not interfere in the political affairs of any member; nor shall they be influenced in their decisions by the political character of the member concerned. Such considerations shall be weighed impartially in order to achieve and carry out the functions of the Bank".⁸

5.1. PROHIBITION OF POLITICAL ACTIVITIES

In view of the independence and impartiality required by their status, it is an essential principle that international civil servants, while retaining their right to vote, should refrain from political activities. Thus, public manifestation of support for a political party by speeches, statements to the Press, or written articles or membership on any political campaign committee or initiation of petitions involving political candidates or political issues or candidature for public office of a political character and *a fortiori* the holding of such office or membership in any group whether political or not, which obliges, or imposes on the staff member obligations to actions incompatible with his/her oath of office and responsibilities as an international civil servant, is not permitted. However, holding of beliefs and opinions on important public questions of the day is not only permitted but strongly encouraged for a healthy body politic in the Bank.

5.2. APPOINTMENT TO A NATIONAL PUBLIC OFFICE

Staff members shall not accept appointment to a national public office. If they accept appointment to any national public office of a political character or accept nomination for such an office, they shall immediately resign from the Bank. *(Staff Rule 2.7)*⁹

⁸ Staff Regulation 3.4 provides: "In the performance of their duties, staff members shall neither seek nor accept instructions from any Government or from any other authority external to the Bank. They shall not interfere in the political affairs of any member country of the Bank; nor shall they when dealing with a particular country be influenced in their business by the political character of that member country. Only financial, technical and other economic considerations shall be relevant in their recommendations. They shall weigh such considerations impartially in order to achieve the purpose and carry out the functions of the Bank."

⁹ Staff Rule 2.7 reads that:

- (a) "A staff member may be a member of a political party or association and pay his normal contribution thereto provided his membership does not entail any action, or obligation to action, which is contrary to the Staff Regulations and, in particular, to Regulations 2.4, 2.5, or 2.8.
- (b) The status of a staff member is incompatible with a public office of a political character – local, national or international.
- (c) A staff member shall not publicly announce himself as candidate for an office of a political character without prior authorisation by the President."

CHAPTER VI
CONFLICT OF INTEREST

Staff Regulation 3.5 provides: “Staff members shall conduct themselves in a manner befitting their status as employees of an international institution. They shall not engage in any activity that is incompatible with the proper discharge of their duties and shall avoid any action, in particular any kind of public pronouncement, which may adversely reflect on the Bank or on their status, integrity, independence or impartiality”

6.1. DEFINITION

A personal interest of a staff member conflicts with the interest of the Bank, which is paramount for staff members as international civil servants, if it tends to impair the staff member’s independence of judgement and impartiality. The conflict disqualifies the staff member from taking any decision on behalf of the Bank on any question, or attempting to influence any decision, to which the conflict relates.

6.2. SOME ILLUSTRATIONS

The following list comprises examples of presumptive conflicts of interest, which though not exhaustive provide guidance on improper conduct:

- a) Participating in a decision making process in which the subject matter touches upon an issue, where the staff member has a personal or indirect interest, or which involves a personal relationship;
- b) Having or acquiring a direct interest, distinct from that of the general public or the Bank, in an enterprise which, would be affected by a decision of the staff member as an official of the Bank.
- c) Benefiting financially from a close economic association with a person whom the staff member knows, or is presumed to know from the facts, has a direct interest in an enterprise in which the Bank has entered into, or with which the Bank is in contract.
- d) Soliciting, accepting, or agreeing to accept any gift, loan, or payment of a significant value from a person who, or enterprise which, would be or is likely to benefit financially from a decision by the staff member in his/her official capacity.

CHAPTER VII
EXTERNAL EMPLOYMENT AND ACTIVITIES

Staff Regulation 3.5 provides in part that: “Staff members shall conduct themselves in a manner befitting their status as employees of an international institution. They shall not engage in any activity that is incompatible with the proper discharge of their duties...”¹⁰

7.1. FULL COMMITMENT TO THE BANK

7.1.1. The primary obligation of international civil servants, compliance with which is supported by favourable terms and conditions of service, is to devote their energies, time and capacity fully to the work of the organisation they serve.

7.1.2. It follows that, it would be incompatible with his/her obligation to the organisation, for a staff member to engage in any activity or occupation:

- (i) whose primary aim is to procure financial gain,
- (ii) which is likely to interfere with a staff member’s ability to perform the regular work for the Bank,
- (iii) which is incompatible with a staff member’s status as an international civil servant,
- (iv) which is likely to create a conflict of interest,¹¹

7.2. OUTSIDE ACTIVITIES

7.2.1. An activity or occupation interferes with staff member’s work if it is of a continuous or recurrent nature and includes without limitation any outside employment, professional, academic or civic activity, except where authorised.

¹⁰ Rule 2.6 of the Staff Rules provides in part:

- a. A staff member shall conduct his personal financial affairs and those of his family - particularly security transactions - in such a way as to avoid any reasonable basis for the suspicion that his actions are an attempt to profit from his employment with the Bank or from special knowledge acquired by him as a result of such employment.
- b. Whenever a staff member shall have any direct or indirect personal interest in any matter known by him to be under consideration by the Bank, he shall promptly notify the President thereof.
- c.
 - i) A staff member shall not be associated with the management of, or hold a financial interest in, any business undertaking without authorization by the President. He shall not be actively associated with the management of, or hold a financial interest in, such an undertaking if it may be possible for him to benefit therefrom by reason of his service with the Bank.
 - ii) The mere holding of shares in a company shall not be deemed a financial interest within the meaning of the Rule unless such holding enables the staff member to exercise control over the company....

The President’s authorization prescribes in subparagraph c. (i) shall not be given except in accordance with Presidential Instruction 001/99.

¹¹ Presidential Instruction n° 001/99 paragraph 2 and 4.

- 7.2.2. Any outside activity or occupation is incompatible with the status of an international civil servant if it entails the staff member acquiring a controlling financial interest or assuming a management position in a commercial concern.
- 7.2.3. A conflict of interest, as defined in Chapter VI above, arises in circumstances where a staff member undertakes an activity from which the staff member may benefit by reason of his/her service with the Bank.
- 7.2.4. A staff member may, however, participate in activities of a charitable nature, in national functions or engage in professional or academic occupations, where to do so is considered compatible with the staff member's duties or is authorised in advance, in accordance with Presidential Instruction n° 001/99, as may be amended and supplemented from time to time.
- 7.2.5. Because staff members are expected to devote all their time during working hours to the activities of the Bank, any authorised external activity shall be undertaken outside normal Bank working hours or while the staff member is on leave.

CHAPTER VIII
FINANCIAL AND BUSINESS
INTERESTS AND TRANSACTIONS

Staff Regulation 3.5 provides: “Staff members shall conduct themselves in a manner befitting their status as employees of an international institution. They shall not engage in any activity that is incompatible with the proper discharge of their duties and shall avoid any action, in particular any kind of public pronouncement, which may adversely reflect on the Bank or on their status, integrity, independence or impartiality”¹²

8.1. INTEREST IN RECIPIENT OF BANK FINANCING

8.1.1. Staff members shall not make investments in:

- a. securities (including investment funds) which the staff member’s department or office advised about or participated in creating within two years following completion of such assignment;
- b. or securities of any company or other entity upon whose board of directors or trustees the staff member serves or served as part of such staff member’s duties for the Bank, except with respect to qualifying shares required by law or by the articles of such company or other entity.

8.1.2 If a staff member has or comes into possession of any securities referred to in paragraph a and b above, the staff member shall make arrangements for his/her prompt divestiture.

8.1.3 The provisions of this subsection 8.1.1 shall not apply to securities held by trusts, estates, investment funds or similar investment vehicles, provided that the staff member has the right to exercise investment discretion over investments made by such investment vehicles.

8.2. INTERESTS IN ENTITY ENGAGED IN FINANCIAL TRANSACTIONS WITH THE BANK

8.2.1. A staff member directly and actively involved in a transaction, shall not purchase, directly or indirectly, debt or equity securities of, or any interest in, any such entity, which:

- a) is a supplier of goods or services to be acquired or financed by the Bank, or which is being considered as such a supplier;

¹² See footnote supra 10, Rule 2.6 of the Staff Rules.

- b) is a financial institution from which the Bank is a borrower or to which the Bank is otherwise indebted, or which has been selected or is being considered for selection as an underwriter for issuance of securities by the Bank; or
- c) otherwise engages in financial transactions with the Bank.

8.3 SECURITIES, DEBT OBLIGATIONS ISSUED BY THE BANK

- 8.3.1 Subject to paragraph 8.1 above, staff members may invest in securities issued by the Bank, but shall not engage in short-term trading in such securities. The buying or selling of a right or obligation to buy or sell such securities shall be treated as buying or selling the securities.
- 8.3.2 Staff members shall not purchase debt-obligations issued by the Bank.

8.4 CURRENCY TRADING

- 8.4.1 Staff members shall not engage in short-term trading for speculative purposes in currencies of borrowing member countries of the Bank or in financial instruments denominated in the currencies of such countries. For such purposes, the term “financial instruments” includes debt instruments, financial futures and options on financial futures and “for speculative purposes” means to engage in such transactions for profit in amounts which are disproportionate to the normal annual expenditures or income of such person in such currency.

CHAPTER IX
REQUIREMENT OF DISCLOSURE

9.1. GENERAL DISCLOSURE

Paragraph 3.1 of Presidential Instruction 001/99 issued on February 1st, 1999 provides that “A staff member shall promptly declare to the Director, CHRM through his/her immediate Supervisor, any direct or indirect personal interest in any matter known by him to be under consideration by the Bank, any activity, financial or business interest which might reasonably reflect unfavorably on the Bank, or which might be in actual or apparent conflict with the staff member’s Bank duties. The staff member shall immediately refrain from exercising any responsibility, as a Bank staff member, which might be connected or influenced by his/her personal interest in the matter, except where it is determined that no conflict exists”.

9.1.1. The appearance of a conflict of interest should be avoided even when no real conflict will arise. A staff member has a duty to disclose the conflict of interest and, if necessary, excuse herself/himself from taking a decision on an issue on which the staff member has a personal interest.

9.1.2. Staff members shall disclose, at any time, in the manner prescribed under applicable Regulations, Rules and Instructions :

- (i) any direct or indirect personal interest in any matter known by him/her to be under consideration by the Bank,
- (ii) any financial or business interest which might reasonably reflect unfavourably on, or cause embarrassment to the Bank, or be in actual or apparent conflict with the staff member’s duties.
- (iii) any activity which might reasonably reflect unfavourably on, or cause embarrassment to the Bank, or be in actual or apparent conflict with the staff member’s duties.

9.2. PERIODICAL DISCLOSURE STATEMENT

9.2.1. Each staff member on accepting employment, shall file a confidential statement with the Director of the Human Resources attesting that he or she has no financial or business interest not complying with the rules on external activities and financial business and interest. Such statement shall be updated periodically every two years, thereafter.

9.2.2. On accepting employment, and every two years thereafter;

- (i) each Vice President, Director and the Secretary General shall file with the President and the General Counsel, and the General Counsel shall file with the President, a confidential written statement of all financial and business interests; and
- (ii) the President shall file a comparable statement with such committee as may be established by the Board of Governors.

CHAPTER X
CONFIDENTIALITY OF INFORMATION

Regulation 3.6 of the Staff Regulations provides that: "Staff members shall exercise the utmost discretion with regard to all matters relating to the activities of the Bank both while they are staff members and after their service with the Bank has ended. Except in the performance of their duties, they shall not disclose any unpublished information known to them by reason of their position with the Bank, or use such information to private advantage without the prior authorisation of the President or any authority designated by him".

10.1. SECURITY OF CONFIDENTIAL INFORMATION WITHIN THE BANK

It is a basic principle of the rules and guidelines on information security that confidential information may be communicated among staff, only in accordance with the rules and guidelines on document- classification and must not be communicated to outsiders without authorisation.

10.2. OUTSIDE INFORMATION DISCLOSURE AND PRIVATE USE

10.2.1. Staff members may not:

- a) Except in the course of their official duties or where expressly authorised, communicate any unpublished information known to them by reason of their official position to any person within or outside of the Bank whom they know or should know is not authorised by the Bank to receive such information;¹³ or
- b) use, or allow the use of, unpublished information known to them by reason of their official position with the Bank for private advantage, directly or indirectly, or for any interest other than the interest of the Bank.

10.3. PUBLICATIONS AND PUBLIC SPEAKING

10.3.1. Except in the course of their official duties or with the necessary authorisation, staff members during the term of their appointment or service may not:

- a) publish, cause to be published, or assist in the publication of any book, pamphlet, article, letter or other document relative to the policies or activities of the Bank or to any national political questions;

¹³ The authorisation referred to here may take the form of either direct instruction from Management to individuals or Department, or general policies established by Management and the Board of Directors.

- b) deliver any speech or lecture, public testimony or statement, broadcast through radio, or television or other electronic media or hold press conferences or grant press interviews on such policies, activities or questions; or
- c) speak on behalf of the Bank or state its policies as a participant in any seminar or conference. *(Staff Rule 2.4)*¹⁴

10.3.2. In carrying out the above obligations, which shall persist after separation from the Bank, staff members shall scrupulously observe the rules and procedures established by the Bank to protect unpublished information.

CHAPTER XI

GIFTS, DECORATIONS AND HONORS

Regulation 3.7 of the Staff Regulations prescribes that “no staff member shall accept from any government or person, any gift, favour, remuneration, honour or decoration which may be regarded as likely to influence the impartial performance of his duties as an employee of the Bank. Notwithstanding the foregoing, with the prior authorisation of the President, an employee may accept a medal, decoration or similar honour for services or achievements not connected with his employment by the Bank. Authorisation shall be granted in exceptional cases only where it is not otherwise incompatible with these regulations”

11.1. GIFTS CONNECTED WITH OFFICIAL DUTIES

11.1.1. Staff members may not accept gifts, any kind of favours, medals, decorations or similar honours, for services rendered by virtue of their employment with the Bank, from any Government, or any other authority or person external to the Bank.

11.1.2. They shall not accept the same from persons or organisations who:

- (i) are seeking official action from the Bank;
- (ii) are doing or seeking to do business with the Bank;
- (iii) are regulated by the Bank, or
- (iv) have interests that may be substantially affected by the performance or the non-performance of the official of the Bank.

¹⁴ Rule 2.4 of the Staff Rules provides that “a staff member shall not, except in the normal course of his duties or with prior authorisation by the President, where the act concerned relates to the purpose, functions, activities or interests of the Bank:

- (i) issue statements to the press, radio or other media of public information;
- (ii) accept speaking engagements;
- (iii) take part in film, theatre, radio or television productions; or
- (iv) submit articles, books or other material for publication.

11.1.3. Staff members who find themselves in circumstances which make it difficult to refuse or decline any such gift, favour, medal, decoration or honour shall inform the President. (*Staff Rule 2.8*).¹⁵

11.1.4. For medals, decorations or similar honours, granted to a staff member without advance notice in circumstances in which it is uncustomary to refuse them, the staff member may accept such medals, decorations or similar honours, but on behalf of the Bank and shall turn them over to the President

11.1.5. The restriction set forth herein shall not apply when the gift is in kind and has a value of one hundred (100) units of accounts or less. The President shall nevertheless be informed of such gift. (*Staff Rule 2.8*)¹⁶

11.2. HONOURS NOT CONNECTED WITH OFFICIAL DUTIES

Medal, decoration or similar honour for services or achievements not connected with his employment by the Bank shall not be accepted by the staff member, without the prior authorisation of the President.

¹⁵ Staff Rule 2.8 “A staff member shall immediately report to the President any gift, remuneration or other favour which he has actually received in the course of or in connexion with the performance of his duties”.

¹⁶ See footnote n° 15 supra.

CHAPTER XII
MISCELLANEOUS PROVISIONS

12.1. ELECTION OR APPOINTMENT OF STAFF MEMBER AS EXECUTIVE DIRECTOR OR ALTERNATE

12.1.1. A staff member shall not continue as an employee of the Bank after having been elected or appointed as Executive Director or Alternate. He/she shall promptly resign from the Bank staff upon election or appointment to such an office.

12.2. CONFLICT RESOLUTION

12.2.1. Staff member have a right to rise their concerns in connection with their terms and conditions of employment with Management and to seek amicably resolution trough the appropriate mechanism established and where such concerns are not resolved, to appeal to the Administrative Tribunal, in accordance with existing procedures.

12.2.2. As a consequence of privileges and immunities enjoyed by the Bank, staff members cannot resort to national courts or other tribunals outside the Bank. The internal adjudicatory mechanism provided to staff is complete and final.

12.3. DEALING WITH THE BANK AFTER SEPARATION

12.3.1. Except with the authorisation of the President, former staff members who have separated from the Bank after the effective date of this Code may not within two years after separation from the Bank perform services for any other entity or person other than any international organisation, government or government agency, in respect of any matter in which the Bank has an interest or to which the bank is a party and in which the relevant staff member participated personally and substantially while at the Bank.

12.4. AMENDMENTS

12.4.1. This Code of Conduct shall be read together with the primary texts which it is intended to implement and supplement, and shall be construed in light of its primary purpose, which is to provide guidance to staff on appropriate ethical conduct by officials of an international financial institution. Amendments may be made to this Code only by authority of the President of the Bank.

12.5. EFFECTIVENESS

This code of conduct shall become effective upon promulgation by the President on the date specified in the Instrument executed for this purpose.
