



CODE OF CONDUCT FOR NYAHUWASCO

The code of conduct records the minimum standards of conduct required of all staff carrying out their duties and responsibilities as employees of Nyahururu Water and Sanitation Company Limited.

1. Purpose and application.

- 1.1. The purpose of this code is to record the minimum standards of conduct required of all staff members, carrying out their duties and responsibilities as officers of Nyahururu Water and Sanitation Company Limited.
- 1.2. This code includes guidelines on the application of core standards expressed in it. These guidelines are intended to assist staff members in complying with these standards.
- 1.3. Nothing in this code requires or permits a staff member to act in a way which would be a breach of any duty owed by that officer or which would be unlawful.
- 1.4. This code is in addition to any other charter, policy protocol or code of conduct from time to time approved by the management and / or stipulated in law.

2. Duties.

- 2.1. **Good faith:** A staff member must act honestly, in good faith and in the best interest of the company as a whole and for a proper corporate purpose.
 - All staff members must not prefer, promote or protect the interests of particular group of members, personal or commercial interest at the expense of the best interest of the company as whole
 - In all circumstances, a member of staff also owes a duty to each stakeholders for example, the interest of creditors must be taken into account; also the company must comply with all relevant statutory obligations, including environmental, occupational health & safety industrial relations and competition & consumer protection laws.
 - Employees should exercise the powers granted to them for the purpose for which they were given, rather than for a collateral purpose. They must not directly or indirectly use their powers to protect their own position or perpetuate their own control.

- 2.2. **Care and diligence:** Every member of staff must exercise their powers and discharge their duties with a degree of care and diligence that a reasonable person would exercise if they were a management staff in the same circumstances.

All Members of staff must:

- a. Make the judgment in good faith for a proper purpose; and not have a material personal interest in the subject matter of the judgment.
 - b. Inform himself or herself about the subject matter of the judgment to the extent they reasonably believe to be appropriate
 - c. Rationally believe that the judgment is in the best interest of the company.
- 2.3. **Misuse of information:** All members of staff must not make improper use of information acquired in the course of performance of duties to gain an advantage for themselves or someone else or to cause detriment to the company.
- 2.4. **Misuse of position:** All members of staff must not take improper advantage of their position as an officer to gain an advantage for themselves or someone else or to cause detriment to the company.

3. Conflicts of interest

- 3.1. **Conflict rule:** Any member of staff must not place him or herself in a position where there is a real sensible possibility of conflict between his or her personal or business interest and will immediately declare to the company any membership, ownership involvement, direct or indirect in companies and firms that have any dealing with the company.
- 3.2. **Notification of other conflicting interests:** Any staff member who holds any office or possesses any property which whether directly or indirectly, conflicts or may create a conflict with his or her duties or interests as manager of NYAHUWASCO must bring to attention a standing notice of the nature and extent of that interest in accordance with the company Act and ensure that such notice remains effective in relation to that interest.

Where a members of staff has an interest in a matter that is not required to be notified under this paragraph or under paragraph 3.2. The person may (but is not obliged to) give to the other managers a standing notice of the nature and extent to that interest in accordance with the Act.

3.3. **A staff member:**

A member of staff will not disclose any knowledge of decision or other information which might be prejudicial to the interest of the company. Confidential or secret information and documents entrusted to a member of staff shall be protected from improper disclosure.

3.4. Corporate opportunities: A staff member must not divert to himself or to any associated person a maturing business opportunity which the company is pursuing.

3.5. Gifts, entertainment etc.: A staff member must not solicit or accept benefits, entertainment or gifts in exchange for, as the condition of, the exercise of his/her duties responsibilities. Unless they:-

Are within the bounds of propriety, a normal expression of courtesy or within the normal standards of hospitality;

Would not compromise the integrity of the company or the NYAHUWASCO brand; and are not likely to be regarded as compromising the member's ability to carry out his or her duties in an impartial manner.

4. Corruption

All members of staff must oppose corruption and support the mission, vision, and values of the company, and play active voluntary role in promoting anticorruption activities in the company. A staff member should ensure that his or her activities do not contravene any applicable anti- corruption measure.

5. Confidential information: confidential information received by a member of staff in the course of the exercise or their duties remain the confidential property of the company. Accordingly, a staff member must not disclose such confidential information, the content of discussion and any decisions, resolutions, recommendation or directives made or, unless that disclosure:

- a. Has first been duly authorized by the Managing Director, or
- b. Is made in accordance with a previously approved media and communications company protocol; or
- c. Is required by law or by any lawful notice, order or regulation of any regulatory authority which is binding on the company or the board, or
- d. Is made to such employees, agents or advisers of the company who have a legitimate interest in the subject of the disclosure and on the basis that the information being disclosed is to remain confidential; or

These restriction on the disclosure in the public arena, whether the media or otherwise of the confidential information are of fundamental importance.

No false or misleading information: A staff member must not knowingly or recklessly disseminate false or misleading information about the company or any other officer of the company.

Media and communication protocol: Every member of the staff member must comply with the company's media and communication protocol.

6. Professional integrity

- 6.1.**Courtesy:** Every staff member must not be discourteous towards fellow staff or make personal attacks on a fellow staff in internal **NYAHUWASCO** meetings or discussion with others or public statements.
- 6.2. Every staff member will exercise good leadership by conducting himself or herself in accordance with high standards of behavior, and ensure that one is not influenced by prejudice, bias or conflict of interest.
7. All staff members must promote respect, co-operation, teamwork and good relations with other member of staff.
- 8. Adherence to code of conduct**
All staff members must, at all times, comply with the spirit as and the standards set out in this code of conduct.

SIGNED BY:

NAME: _____ **SIGNATURE:** _____

DESIGNATION _____ **DATE** _____

WITNESSED BY:

NAME: _____ **SIGNATURE:** _____

DESIGNATION _____ **DATE** _____