I+ Solutions
Codes of Conduct
2019

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Introduction

Working in a professional manner is sustaining a business-like environment. We are a diverse team of people from different professional and cultural backgrounds. As a team, it is important to interact with each other in a respectful and open manner for a fruitful cooperation. While we are a result-focused organization, it is important to keep sight of the exchanges we have with our colleagues, clients, suppliers, and (sub-)contractors and to be relation-focused as well. At i+solutions cooperation is key, and we do not operate in silos.

i+solutions is committed to international principles of good corporate governance. The organization role is to play a leading role in the health sector based on sound governance. Good corporate governance can be seen as a tool for the development of the organization's activities through better management, greater availability of knowledge and resources, lower cost of capital and development of human capital in the interest of the goals set by i+solutions. .

Scope of the Policy

The purpose of this policy is part of the overall governance structure of i+solutions. As part of the governance structure, i+solutions, a not-for-profit foundation, commits itself to the principles of good governance of the "SBF-code voor Goed Bestuur (replacement of the so-called 'Code Wijffels') for charities and ngos'. Further all i+solutions employees, suppliers and (sub-)contractors are bound by this i+solutions code of conduct as well as relevant project codes of conduct to which they are seconded and also the other i+solutions policies such as the anti-harassment and whistle-blower policy. Also, within this policy is integrated the Employee Code of Conduct in regard to organisation way of working, culture, and expected professional behaviour.

Organization Code of Conduct

1. Objectives

This code of conduct has been drawn up to position i+solutions clearly to our clients, partners and staff.

i+ solutions has identified the following main objectives;

• To maintain a balance in its activities and undertakings whilst ensuring adherence to the goal of the organization;

• To develop long-term business relationships with its clients and partners. These relationships are based on the principle of fair and honest dealings.

• To develop a professional and friendly work environment for employees.

In addition, governance for i+ solutions will be based on the following:

• Enhance stakeholders value

• Ensure sound financial viability

• Provide the process and structure through which the organization and projects executed under its responsibility will be directed and managed

• Attract work and clients and develop activities which support the ultimate aim of the organization as laid down in the statutes.

• All activities undertaken are expected to contribute to the organizations overall principles, e.g. improving access to affordable health care and health products in low and middle income countries.

2. The Board

- The i+solutions Supervisory Board is responsible for setting the company's strategic direction.
- For the management of the organization an Executive Board (Management Team, CEO and Supervisory Board) is established;
- The Executive Board is responsible for code of conduct that addresses issues relating to conflicts of interest;
- The Executive Board will be responsible for identifying risk areas. These issues will be monitored regularly;
- The Executive Board will also aim to conform to the governance principles while simultaneously performing in an innovative and entrepreneurial way. Besides it will maintain a sound system of internal control.

3. Transparency and accountability

i+solutions strives for openness and honesty internally and towards its donors and other stakeholders. As such i+solutions is transparent in all its dealings with governments, donors, beneficiaries, partners and other interested parties. However, some exceptions exist for personal matters and some information not allowed to be shared because of confidentiality constraints. i+solutions' basic financial information, governance structure, activities and listing of employees is available on the website via the link www.iplussolutions.org.

More detailed information can be found in the Annual Report which, upon request, will be shared with stakeholders.

4. Compliance and Legality

i+solutions will not engage in any activities that are illegal under the laws of the country of its incorporation or the countries where it operates.

4.1   Within i+solutions the universal human rights are respected and honored. We embrace clear standards on employees' and human rights. In general, harassment, bullying and discrimination, child and forced labor and other human rights violations are not accepted. Moreover, i+solutions adhere to the ETI base code of human rights, as attached in Annex I, and requires its suppliers and (sub-) contractors to do the same.

4.2   We are strongly opposed to, and not willing to partner to, corruption, bribery, and any other financial improprieties or illegalities. All our employees and contractors are required to prevent fraud within i+solutions and to report any fraud or suspicion of fraud. i+solutions expects its partners to hold their own suppliers to the same standards. A whistleblower policy has been enacted which describes the process flow to report (in confidentiality or not) any misconduct either internally through the line manager, HR; and/or externally through the confidential counsellor ('*vertrouwenspersoon*'). In case the wrongdoing (within the staff, governing body, contractors or partners) is confirmed after investigation, corrective measures are taken (for example, disciplinary measures, dismissal, cancellation of contract, etc.).

5. Conflict of Interest

5.1   A conflict of interest exists where the interests or benefits of a person, or its relatives or significant others, conflict with the interests or benefits of i+solutions and/or its clients. This can result from:

- Work relationship. Having previously worked for a supplier, (sub-)contractor or competitor can impact decision making in the current position. In addition, having relatives or significant others currently work for a supplier, (sub-)contractor or competitor can also impact decision making by the employee.
- Business interest. Having a business interest by either the employee or its relatives and/or significant other can impact decision making by the employee.

Relatives include spouses, siblings, children, (grand-) parents, aunts, uncles, nieces, nephews, cousins, step relationships, and in-laws. Significant others include persons living in a spousal (including same sex) or familial fashion with an employee.

While working within the i+solutions, all employees and contractors will put organizational goals before personal goals, and put the best interests of the organization ahead of all individual desires.

No manager/director will participate in deciding a matter directly impacting him/her (for example, salary, etc.).

5.2   Each employee or contractor is to disclose all potential and actual conflict of interest, including each institutional affiliation he/she has that might possibly involve a conflict of interest. Such disclosure does not preclude or imply ethical impropriety. Furthermore, Existence of any relationship as described in paragraph 5.1 above does not disqualify an employee from been recruited, but should be disclosed. In case the employee's personal situation changes and he/she encounter any doubts towards potentially entering in conflict of interest, the employee has to report/seek for advice to HR.

6. Funding and Accountability

6.1 i+solutions shall only accept funding that is consistent with its mission, does not compromise its core principles, and does not restrict its ability to address relevant issues freely, thoroughly and objectively.

6.2 We do not tolerate any unethical activities such as double funding for one project, diversion of dedicated funds to uses other than the project for which the funds were approved. All i+solutions staff, representatives, suppliers and (sub-)contractors shall use the funds and properties of i+solutions and/or its clients in an appropriate and manner and avoid misuse (incl. private use) or theft.

6.3 Based on the agreements with our various partners, i+solutions will produce timely reports on the use and management of funds. At the end of the year i+solutions will publish its year ends results and projects undertaken and/or finalized.

7. Culture

As an organisation i+solutions strives for a respectful work environment in which people feel empowered by sharing knowledge, expertise and so motivated to perform to their best capabilities. Embracing diversity and having a transparent attitude towards its ways of conducting business, i+solutions has set up comprehensives principles on how to best work together in order to facilitate the day to day operations, see Annex II.

14. Control Mechanisms

i+solutions has put in place several operational policies in order to ensure that all staff members, (sub)contractors, external consultants and suppliers have at their disposal the necessary information to operate in an ethical, fair and professional environment on all locations i+solutions operates. These are:
- Terms of Employment
- Anti-harassment & bullying policy
- Whistle-blower policy

ANNEX I: Ethical Trading Initiative Base Code

The ETI Base Code

1   Employment is freely chosen
1.1   There is no forced, bonded or involuntary prison labour.
1.2   Workers are not required to lodge "deposits" or their identity papers with their employer and are free to leave their employer after reasonable notice.

2   Freedom of association and the right to collective bargaining are respected
2.1   Workers, without distinction, have the right to join or form trade unions of their own choosing and to bargain collectively.
2.2   The employer adopts an open attitude towards the activities of trade unions and their organizational activities.
2.3   Workers representatives are not discriminated against and have access to carry out their representative functions in the workplace.
2.4   Where the right to freedom of association and collective bargaining is restricted under law, the employer facilitates, and does not hinder, the development of parallel means for independent and free association and bargaining.

3   Working conditions are safe and hygienic
3.1   A safe and hygienic working environment shall be provided, bearing in mind the prevailing knowledge of the industry and of any specific hazards. Adequate steps shall be taken to prevent accidents and injury to health arising out of, associated with, or occurring in the course of work, by minimizing, so far as is reasonably practicable, the causes of hazards inherent in the working environment.
3.2   Workers shall receive regular and recorded health and safety training, and such training shall be repeated for new or reassigned workers.
3.3   Access to clean toilet facilities and to potable water, and, if appropriate, sanitary facilities for food storage shall be provided.
3.4   Accommodation, where provided, shall be clean, safe, and meet the basic needs of the workers.
3.5   The company observing the code shall assign responsibility for health and safety to a senior management representative.

4   Child labour shall not be used
4.1   There shall be no new recruitment of child labour.
4.2   Companies shall develop or participate in and contribute to policies and programs which provide for the transition of any child found to be performing child labour to enable her or him to attend and remain in quality education until no longer a child; "child" and "child labour" being defined in the appendices.
4.3   Children and young persons under 18 shall not be employed at night or in hazardous conditions.
4.4   These policies and procedures shall conform to the provisions of the relevant ILO standards.

5   Living wages are paid
5.1   Wages and benefits paid for a standard working week meet, at a minimum, national legal standards or industry benchmark standards, whichever is higher. In any event wages should always be enough to meet basic needs and to provide some discretionary income.
5.2   All workers shall be provided with written and understandable Information about their employment conditions in respect to wages before they enter employment and about the

particulars of their wages for the pay period concerned each time that they are paid. Deductions from wages as a disciplinary measure shall not be permitted nor shall any deductions from wages not provided for by national law be permitted without the expressed permission of the worker concerned.

Annex II: Employee Code of Conduct

1. i+ Solutions Culture and work environment

1.1 Professionalism

Working in a professional manner is sustaining a business-like environment. We are a diverse team of people from different professional and cultural backgrounds. As a team, it is important to interact with each other in a respectful and open manner, for a more fruitful cooperation. While we are a result-focused organization, it is important to keep sight of the exchanges we have with our colleagues and to be relation-focused as well. At i+ solutions cooperation is key, and we do not operate in silos.

When communicating with colleagues:
- Keep a pleasant tone of voice
- Use correct language at all times
- Listen, let the other finish
- Treat all colleagues as equals
- State your intentions and expectations clearly
- Be punctual
- Talk to instead of about your colleague(s)
- Treat others as you expect to be treated yourself

The management team sets the example of a professional working environment and remains mindful of any tensions or stress, related to high workload for example. Communication between the teams and the managers is crucial to alleviate any tensions as soon as possible.

Harassment, discrimination and bullying is not accepted and does not belong in a professional working environment. Every staff member, employee and/or contractor who works for or with i+solutions or its partner organization has to act in accordance with the non-harassment and bullying policy which is applicable. Violation of the regulations can lead to (disciplinary) measures.

1.2 Communication culture

Emails
We send a lot of internal and external emails each day. It is a fast and efficient way of communicating.
However, we must be aware of how we use email:
- Always communicate in a professional and respectful way and be aware of a representative way of communicating;
  Please adhere to a time of 1 to 2 working days in responding to the incoming emails. If you are not able to meet this deadline, then send a quick email informing your counterpart that your response will be delayed, provide a time frame, to manage expectations.
- Only put in copy ('c.c.') those immediately concerned by the issue addressed in your email.
- Those that you wish to act upon the information in the email are in the 'to' field, and those that must be kept informed are in copy. Blind copy ('b.c.c.') should not be used internally, for the sake of transparency.
- Is email really necessary? It may be more pleasant to see your colleagues in person, if possible, rather than sending an email. An email however may be useful as follow up of a conversation, to confirm arrangements/agreements, for example.

- Always use your out-of-office assistant when you will be away, to state who to contact in your absence and when you will respond to the email. Always provide your manager and/or your colleague who is replacing you during a long-term absence (for example illness and or long term holiday) with access to your inbox if this is necessary for a proper replacement.

Telephone
- All calls must be answered. It is not professional to allow callers, being a client, a colleague or a partner, to wait on the line or to have their calls rejected. With our telephone system we have an automatic back up plan for when the person contacted, or the office manager is away from his/her desk. This should ensure the answering of the telephone at all times. However, if you hear a telephone ringing on an absent colleague's desk, please pick it up.
- Please make sure to switch your telephone to DND(do Not Disturb) so the backup system will work. Remove the DND when arriving in the office or after being in a meeting.
- Communicate also per telephone in a respectful and professional manner and be aware of a representative way of communicating
- Please be mindful of the volume of your voice when talking on the phone

1.3 Conflicts & Disagreements

Should you be confronted with a dispute or discord with a colleague, first, approach the person concerned with any remarks or concerns that you would like to raise. Should the dispute remain unresolved, then approach your manager about it and ask for his or her help in resolving the matter. As a last resort, if the dispute remains unresolved you may approach the Human Resources Officer, or the Managing Director for support. The Human Resources department can also act as a mediator in a dispute.
If harassment, bullying etc. is part of the conflict, naturally you can always address the confidential advisor ('*vertrouwenspersoon*') as mentioned below in paragraph 1.3.A. Contact details of the Vertrouwenspersoon can found at intranet and at the coffee corner etc. If necessary, the complaint procedure can also be followed as laid down in the harassment and bullying policy.

Note: It is always preferable to address sensitive issues with your colleagues in person, rather than by email. You can confirm agreement or points discussed by email afterwards.

1.3 A. Roles and Responsibilities

Confidential advisor (Vertrouwenspersoon) & Works Council (OR, employee representation) & Human Resources
- The Vertrouwenspersoon/Confidential Advisor may be approached with serious issues that you come across in your working environment and that you wish to share in confidentiality. These issues may be related to mobbing: intimidation, discrimination, harassment, and other forms of harassment which i+solutions does not accepts in its working environment. i+solutions also works according to its anti-harassment and bullying policy, which can be found on the company intranet.
- The Works Council is the employee representation team. The Works Council may be approached for all concerns relating to our collective working environment. The Works Council represents all employees as a group and does not represent individual employees. On your behalf, the Works Council makes constructive suggestions to the management team on our strategy and on how the professional settings can be improved for all staff members. The current contact details of the Works Council can be found on intranet.

- The Human Resources department, consisting of the Human Resources Officer and manager may be approached to address any work-related issues, to be
treated as confidential or not, individual, collective and/or team issues.

1.4 Terms of Employment and employment agreement

Employees should besides this Code of Conduct and other applicable policies and regulations, also work in accordance with the latest version of the Terms of Employment and in line with their employment agreement.

2. Office Management

2.1 Meetings structure

- Management Team meetings are held every two weeks
- Department meetings are held every two weeks: Line Managers and/or team leads are responsible for organizing regular team meetings to inform their team on general issues and to discuss issues relevant to the department. During this meeting, issues decided upon in the Management Team meetings are to be brought forward service that we provide, please inform your manager, who will then relay your request in the MT meetings and will inform you of the outcome.
- The Monthly Updates are also a platform to ask general questions. During the monthly updates we celebrate birthdays and anniversaries of the past month.
- Additionally, managers are available for individual one on one meetings with staff members upon request (beyond the scheduled annual functional and personal development talks), and vice versa.

2.2 Meeting Culture

- Meeting rooms can be reserved via Outlook.
- There are 7 meeting rooms (Bujumbura, Geneva,Polaner, Washington, Abuja, and Kinshasa). There is one Flex room, also to be reserved via Outlook. Managers all have a meeting facility for small groups in their rooms.
- Please send invitations timely, make clear what the meeting is for or about and for whom it is necessary to join
- Once the meeting room is not required anymore insure that you do free the meeting room in order for any other person to be able to book that meeting room.
- Make sure to start on time, to end on time, and to make minutes of the relevant agreements and points which have been addressed during the meeting
- Please leave a cleared and clean meeting room and leave it tidy for your colleagues. This is the responsibility of the meeting organizer/chairperson. This means clear out all used cups, remove used paper, ensure the used flip over sheets are removed, etc.
- If you're going to be late, please inform the chairperson
- Please ask yourselves if meetings are always necessary

2.3 Company web

The Company Web is used for guidelines, procedures, general information, trip reports etc. We will arrange to send alerts from the intranet when new documents are uploaded. Also, we will use the absence calendar jointly with the travel calendar accessible by Office Management to see who

is where and provide details on the calendar.

An example of a policy to be found on the Company Web is the Visitor's Policy:

For visitors:

1. Announced by their host (via an-email to all) at least 1 week in advance
2. Agenda before the meeting 3 working days before
3. Expected visitor(s) are informed to go to the Office Manager upon reception
4. Meeting room reserved at least 2 working days in advance via Outlook
5. If lunch is required for over 2 persons, the Office Manager must be informed at least 2 workdays in advance
6. If the visitor(s) arrive(s) by car, the Office Manager must be informed 2 workdays in advance so enough parking space can be guaranteed
7. The visitor(s) is/are accompanied to the outside door by the host at the end of the visit

For interviews with external candidates/applicants:

1. External candidates/applicants will be announced by the interviewer/host to the Office Manager at least 3 workdays before the interview
2. The candidates/applicants are informed that they can go to the Office Manager where they will be met
3. Interviews will be conducted in a meeting room reserved at least 2 workdays in advance via outlook
4. The candidates/applicants are accompanied to the outside door by the host at the end of the visit

2.4 Parking lots / spaces

- Facing the building, at your right side of the building we have our assigned parking spaces.
- You are allowed to park your car at these lots. Should the demand for parking lots be too high, a method of allocating these lot's will be devised.
- A charging point is present for electrical cars.

2.5 Clean and professional environment

- Clean desk – Do not leave confidential documents lying on your table. At the end of your working day, store all documents in your cabinets
- When informed by Office Management that the cleaner will be cleaning our office you are expected to clear your desk to insure that the cleaner can properly clean the desks.
- Clean kitchen – We have introduced a cleaning list. It is everybody's responsibility to keep the kitchen and pantries tidy. We are all responsible for our own cups, plates and cutlery. Please place them in the dishwashers after use. Also, any items used by your guests. If you're in early in the mornings, please take turns in emptying the dishwasher and at the end of the day, please switch the dishwasher on If you use the microwave: please clean it after use.
- Clean fridge – We are responsible for our own belongings in the fridge. Please be mindful of the space available and remove what you no longer use. Please make sure that you wrap up your food properly. Use the labels by the fridge to label your food with your name. All food items that have expired will be removed from the fridge and thrown away.
- Clean meeting room – Always clear and clean up after use. This is the responsibility of the meeting organizer or chair person. This means clear out all used cups, remove used paper, ensure the used flip over sheets are removed, etc.
- Clean restroom – Always clean up after use and leave it clean for your colleagues.
- Floors & carpets – please make sure not to spill any of your drinks on the carpet or the wooden floors. If an accident does happen, please clean and dry immediately.

- Please refrain from sitting on the heater covers as they are not meant to be sat on.

Open plan office:

- We have an open plan office, so if you wish to listen to music please put ear plugs in.
- For pre-scheduled, long (telephone) conferences or conversations, please use a Flex room so as not to disturb your colleagues.
- Please be mindful of the volume of your voice when talking to others or on the phone

Absence calendar:
- Use the absence calendar in outlook for all your absences such as holiday, a day off or business trips.

2.6 Smoking

Smoking is allowed only on the roof top terrace or at the back of the building. Smoking is in any event not allowed near or at the front entrance of the building or in the Japanese garden.

2.7 Environmentally friendly

We try to create an environmentally friendly working space. This is what we do for starters;
Paper & printing:
- Be mindful of what you print, only print if it is necessary
- Always print double-sided if it is for your own use
- If you do not need to print in colour please make sure you use the black and white as a default printing set up.

Recycling:
- Recycle old documents that have been printed on one side as draft paper
- Separate all paper from your regular trash and place used paper items in your paper bins
- Use the recycles bins in place at the coffee machine areas to recycle glass, natural waste etc..

Electricity use:
- Please switch off your computer screens when you leave the office
- The office has sensor lights, so the lights will switch off automatically when there is no activity

Bicycles i+solutions:
Office makes 5 bikes available to her employees. The bikes are situated in a secured garage at the back of the office and you will need the key to access it. Ask the Office Manager for more details.

Authorisation
[Signature of Board] [Name of Board] [Date]