

BLOODSA Foundation NPC Code of Conduct

1. Preamble

To ensure that the **BLOODSA Foundation NPC** (hereafter referred to as “**BLOODSA**”) fulfils its mission and pursues its vision in an exemplary manner and in accordance with its beliefs and the highest standards of ethical conduct, the Board of Directors has adopted this Code of Conduct. This Code should be read with the Foundation’s purpose, vision, mission and beliefs (which are set forth in Section 2 below) in mind and with the understanding that they are an integral part of all the Foundation’s policies.

2. Purpose, Vision, Mission, Value and Beliefs

2.1 Purpose

BLOODSA is a comprehensive collaborative Haematology platform that exists to develop and support education, research, and quality of patient care in sub-Saharan Africa and beyond.

2.2 Vision

To establish **BLOODSA** as a regionally and internationally acknowledged vehicle advancing quality of care, education and research in Haematology by 2024.

2.3 Mission

Through our collaborative network, continuously support stakeholders to set standards and improve pathways, protocols and platforms in Haematology.

- i. Platforms includes educational, training workshops, research, implementation science, registries, quality management, automated business processes, etc.
- ii. Pathways includes patient journey, diagnosis, treatment, clinical, etc.
- iii. Protocols include operational, clinical and other SOPs.

2.4 Values

Holistic (unified, inclusive, equal access)

Accessible (time, knowledge, resources, best practices)

Equality (access to opportunities for patients and partners)

Measurable Outcomes

Quality (ownership, best in class, accountability, integrity, relationships)

2.5 Beliefs

That the Foundation(’s) –

- i. Consortium Partners (hereinafter referred to as “members”), directors, officers, employees and independent contractors have the requisite skills and experience to fulfil their duties for the benefit of the Foundation and its purpose;

- ii. strengthen the capacity of its members (consortium partners) through the deployment of sustainable programmes of effective quality and ongoing business support;
- iii. has a Conflict of Interest Policy that ensures that any conflicts of interest or the appearance thereof are avoided or appropriately managed through disclosure, recusal or other means;
- iv. conducts all transactions and dealings with integrity and honesty;
- v. promotes working relationships that are consistent with the Foundation's purpose and values;
- vi. is fair and inclusive in its hiring and promotion policies and practices;
- vii. policies are in writing, clearly articulated, and officially adopted;
- viii. resources are responsibly and prudently managed; and,
- ix. has the capacity to carry out its programmes strategically and effectively.

3. Honest and Ethical Conduct

All actions by the Foundation's members, directors, officers and employees as well as individuals employed by **BLOODSA** who provide services to the Foundation on a routine and compensated basis (hereafter referred to as "Independent Contractors"), including all dealings among them and with donors, regulators and others, shall be characterised by honesty, integrity and fairness in all respects.

4. Legal Compliance

It is the policy of the Foundation to comply fully with, and to require its members, directors, officers, employees and independent contractors to comply fully with, all laws, rules, regulations, orders of government agencies or authorities, administrative bodies that are applicable to the affairs of the Foundation.

5. Compliance with Policies and Guidelines

It is the responsibility of each member, director, officer, employee and independent contractor to be familiar with the purpose, vision, mission, values and beliefs of the Foundation and to read and comply with policies adopted from time to time by the Board of Directors, including, but not limited to, the Conflict-of-Interest Policy.

The Foundation fulfils its purpose primarily through grant and donor funding. Members, directors, officers and employees acknowledge the importance of donors and funders and agree to adhere to all guidelines approved by the Board of Directors in connection with raising grants and donor funding.

6. Confidentiality of Information

Members, directors, officers, employees and independent contractors owe a duty of loyalty to the Foundation. This duty of loyalty requires each member, director, officer,

employee and independent contractor to respect the confidentiality of information gained in the course of their activities concerning the Foundation and its funders. No member, director, officer, employee or independent contractor shall make personal use of information received in the course of serving the Foundation if such use would be detrimental in any way to the Foundation.

It is specifically understood that the duty of confidentiality includes, but is not limited to, the duty to keep confidential any sensitive information concerning specific funding, Board, committee, member and employee deliberations of the Foundation.

7. Gifts and Other Payments

Members, directors, officers, employees and independent contractors may accept gifts of nominal value, meals, and social invitations that are in keeping with good business and ethical standards; do not violate any laws; do not in any way obligate the recipient, other employees, or members of their immediate families; and the public disclosure of which is not likely to have a negative impact on the Foundation's reputation.

Members, directors, officers, employees and independent contractors may **NOT** solicit or accept gifts of more than nominal value, commissions, payments, lavish entertainment, services, loans, other benefits, or promises of future benefits from any person or entity relating to his or her foundation assignment.

Gifts, including meals and entertainment, may be provided by Foundation employees, provided that such gifts are:

- i. Proportionate, not lavish, and in keeping with good business and ethical standards;
- ii. Do not violate any laws;
- iii. Consistent with the recipient's policies and procedures;
- iv. Given in a direct, transparent manner, avoiding any appearance of impropriety;
- v. Not motivated (even in part) by a desire to influence or secure favourable treatment;
- vi. Not motivated by any expectation of reciprocity;
- vii. Properly recorded and documented in the Foundation's financial books and records (in accordance with Foundation policies and procedures); and
- viii. Never given in cash or cash equivalents.

In addition, Foundation members, directors, officers and employees should not regularly provide even nominal gifts to the same recipient(s).

Gifts, entertainment, or travel expenses that have been solicited or encouraged by the recipient should be reported to the Office of CEO for further review before any commitment is made or approved. When in doubt about whether a proposed gift is permissible, foundation employees must contact the Office of CEO for further review and clarification.

8. Relationships to Suppliers

Members, directors, officers, employees and independent contractors must disclose to the CEO or Chair of the Board of Directors any significant interest in a supplier of goods or services to the Foundation and may not participate in the negotiations to contract with such a supplier. *Significant interest* means any financial interest held by a member, director, officer, employee and independent contractor or the member's, director's, officer's, employee's and independent contractor's immediate family that may influence the judgment of the member, director, officer, employee and independent contractor in conducting the work of the Foundation.

9. Whistle-blower Policy

9.1 Reporting Concerns:

A Member, Director, Officer, Employee or Independent Contractor who has a good faith concern regarding the legality, propriety or ethics of any action contemplated to be taken or taken by the Foundation or another member, director, officer, employee or independent contractor, or has a good faith belief that action needs to be taken for the Foundation to be in compliance with related laws, policies or ethical standards, should promptly advise the Chair of the Board of Directors and/or the BLOODSA Chief Executive Officer (CEO). Reports can be made orally or in writing, in person or anonymously.

9.2 Investigation:

The Foundation will investigate these reports with care. If a report involves a member, director, officer, employee or independent contractor other than the CEO, the CEO shall be responsible for overseeing the investigation, unless the Board elects to appoint another disinterested member, director, officer or employee. If the report involves the CEO, the Board shall appoint a disinterested member, director, officer or employee to oversee the investigation. The Foundation's interest in being thorough in its investigation means that it cannot promise complete confidentiality, but it will act as discreetly as reasonably possible. If, as a result of the investigation the Foundation discovers a problem, it will promptly alert the disinterested members of the Board and take corrective action as it deems necessary.

9.3 Retaliation:

The Foundation will not discharge, threaten or discriminate against a member, director, officer, employee or independent contractor in any manner for his or her reporting in good faith what he or she perceives to be wrongdoing, a violation of law or policy, or other unethical or illegal conduct. The Foundation will impose disciplinary measures, up to and including removal or termination, against anyone who threatens or retaliates against a member, director, officer, employee or independent contractor who makes such a good faith report.

10. Program Evaluation

The Foundation regularly reviews program effectiveness and incorporates lessons learned into future programmes. The Foundation is committed to improving programme and organisational effectiveness and developing mechanisms to promote learning from the Foundation’s activities. The Foundation is responsive to changes in its field of activity and the needs of its donors and consortium partners.

11. Waivers of the Code of Conduct

Waivers of this Code of Conduct for particular actions or circumstances may only be granted by the Board of Directors.

12. Compliance with Code of Conduct

Each member, director, officer, employee and independent contractor of the Foundation shall receive a copy of this **Code of Conduct** and certify that he or she has read the **Code of Conduct** and agrees to comply with all standards and requirements set forth herein.

CERTIFICATION

I, _____ (**Code of Conduct** signed in personal capacity or as authorised signatory of an **BLOODSA** Consortium Partner) hereby certify that I have received, read and understand and agree to comply with the Foundation’s **Code of Conduct** during the period of my employment or tenure.

Signed on this day _____ at _____.

Signature