



ENGINEERING & ENVIRONMENTAL MANAGEMENT SERVICES LIMITED
EEMS LIMITED
ISO 9001: 2015 CERTIFIED ORGANIZATION

**Engineering and Environmental
Management Services Limited**



**CODE OF ETHICS AND
PROFESSIONAL
CONDUCT POLICY**

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ABBREVIATIONS

CEO	Chief Executive Officer
EEMS	Engineering and Environmental Management services
ISO	International Organisation for Standardisation
EFCC	Economic and Financial Crimes Commission
FGN	Federal Government of Nigeria
ICPC	Independent Corrupt Practices Commission
UK	United Kingdom

I.0 INTRODUCTION

This Policy incorporates the basic principles of ethical behaviour and standards of conduct applicable to all EEMS staff and its associated third parties. The following basic principles of ethical behaviour were taken into consideration to develop this Policy.

- Integrity
- Accountability
- Independence and Impartiality
- Respect for the dignity, worth, equality, diversity and privacy of all persons
- Professional commitment

I.1 Purpose

The purpose of this policy is to ensure that EEMS conduct its business with honesty and integrity and in full compliance with applicable laws, regulations and industry standards.

I.2 Application

The Application of this policy cover all employees of EEMS, including full-time and short-term staff, persons or entities acting on the EEM's behalf could include business associates, partners, agents, intermediaries, representatives, suppliers, contractors, third party service providers and consultants (collectively "Third Parties").

This clearly shows the need to create policies, laws, agencies, procedures or measures to combat these issues of bribery and corruption in all facets of the country ranging from organizations or companies, government agencies, private individuals, churches and non-profit organizations.

Thus, this article seeks to enlighten on matters of bribery and corruption, as well as proffer guides on combatting bribery and corruption for organizations and foreign investors.

I.3 Responsibility

The CEO of EEMS has overall responsibility in ensuring that this policy is updated as required to remain in compliance with applicable laws in force and is implemented and strictly enforced to demonstrate visible commitment. The Compliance Officer shall be responsible for the day-to-day implementation and enforcement of the policy, including the conduct of training, compliance programs, and investigations of any issues arising.

The Chairman of the Board receives reports of wrong doings from whistle blowing, who shall call for investigation and report of the investigation submitted to him. Actions taken to address findings are documented.

1.4 Definitions

1.4.1 Bribe

Is to try to make someone do something for you by giving them money, presents, or something else that they want or the gift bestowed to influence the recipient's conduct.

1.4.2 Bribery

Is defined as the offering, giving, receiving, or soliciting of any item of value to influence the actions of an official or other person in charge of a public or legal duty.

1.4.3 Corruption

Is a form of dishonesty or criminal activity undertaken by a person or organization entrusted with a position of authority, often to acquire illicit benefit.

1.4.4 Third Party

Is any individual or organization EEMS is in contact with during the course of performing work, and includes actual and potential customers, suppliers, vendors, logistics providers, distributors, business contacts, agents, advisers, and government and public bodies.

1.4.5 Public Official:

A "public official" is any person who is employed by or is acting in an official capacity for a government, a department or agency of a government, or a public international organization.

1.4.6 Conflict of Interest:

A conflict of interest occurs when private interests (financial, personal, or other non-EEMS interest or commitment) interfere—or appear to interfere—with the ability of a staff or third party to act impartially, to discharge their functions and to regulate their conduct with the interests of EEMS only in view. A conflict of interest does not mean that the individual involved is actually conflicted: the perception of a conflict of interest alone may create a negative image. Promptly disclosing and managing the conflict is essential to avoiding potentially damaging consequences.

1.4.7 Employee

An employee is a term for workers and managers working for EEMS or third party, including people that are the staff of EEMS, those of third party organizations or private consultants engaged by EEMS.

1.5 Laws on Bribery and Corruption

There are main laws which seeks to fight against bribery and corruption in Nigeria include but not limited to;

- The 1999 Constitution
- The Economic and Financial Crime Commission (EFCC) Act
- The Corrupt Practices & other Related Offences Act
- Money Laundering (Prohibition) Act.
- All of each Act having their effect on the public official for ICPC, or corporate or economic crimes for EFCC.
- Other laws have extra-territorial effects as such they cover foreign individual and corporate bodies outside their jurisdiction, in the country they are carrying business against involving in bribery and corruption, thus they are The Foreign Corrupt Practices Act 1977 for American citizens, UK Bribery Act 2010 for British citizens.

1.6 Compliance

All Employees have a responsibility to understand and comply with the requirements of this policy as well as those not specifically addressed by the policy by always carrying out activities with honesty and integrity and on all sites.

Subject to applicable laws, regulations, collective agreements, processes and procedures, all employees are required to report suspected violations, which shall be properly investigated, and disciplinary measures taken appropriately. Measures to be taken shall be determined by the and proportionate to extent of violation and/or its impacts, which may include up to dismissal and/or referring the matter to the appropriate authority.

Employees and third parties shall not

1. Violate any requirement of the policy as well as other reasonable ethical conduct not addressed by the policy.
2. encourages others to violate the policy or to commit acts of misconduct or unethical
3. fail to report violations promptly
4. refuse to cooperate during an investigation
5. withholds relevant information concerning a violation
6. have confrontational attitude towards another employee who reports a potential violation.

2.0 POLICY AND PROCEDURES

2.1 General Prohibition

Cash payments, loans or non-arm's length transactions, social benefits, gifts, travel, hospitality and the reimbursement of expenses that might be perceived as bribery. EEMS strictly prohibits all bribery or corruption as well as other actions that may be perceived unethical, in any form whatsoever. Responsibility for ethical behaviour and professional conduct lies with all staff members at all levels and must be taken seriously.

2.2 Facilitation Payment

It is strictly prohibited to make payment of even a small, unofficial amount or advantage to a Public Official in order to secure or expedite a routine government action. Written receipts must be obtained for all official payments.

2.3 Political Donations and Lobbying

It is prohibited to offer contributions to a political party or candidates with the intention that the party or the candidate might influence, or perceived to be influencing, a business decision. To ensure compliance with Section 38(2) of companies and allied matters Act, no EEMS staff, persons or entities acting on its behalf including business associates, partners, agents, intermediaries, representatives, suppliers, contractors, third party service providers and, consultants, shall breach the law regarding political donations in the country.

Do not engage in any lobbying activities on behalf of EEMS without specific authorization from the board. Lobbying activities generally include attempts to influence the passage or defeat of legislation and it may trigger registration and reporting requirements.

However, this does not anyway deny employees or other individuals that this policy applies to, their rights to freedom of association, including being a member of any political party or other groups. However, any participation in this regard is to be undertaken as an individual and not as a representative of EEMS.

2.4 Charitable Donations

Do not solicit or offer donations to suppliers, vendors or public officials in a manner which communicates that a donation is a prerequisite for future business or that the offer of a donation is intended to obtain a business advantage. It advised that directors, officers and employees to contribute personal time and resources to charities and non-profit organizations. However, unless the solicitation is approved by the CEO employees are prohibited from using the organization's resources to solicit for or make donations to charitable organisations.

2.5 Third Parties and Due Diligence

Third Parties are not permitted to pay, offer, accept or request bribe on EEMS' behalf. Organizations or persons can be prosecuted for failing to prevent bribery by a person associated with it such as an agent or independent contractor. This means due diligence shall be undertaken on Third Parties to establish their anti-bribery credentials, where warranted by the assessed level of risk. These persons could be informed of this policy, meeting with them to better assess their character, and making commercially reasonable inquiries into their reputation and past conduct, so to avoid issues of bribery and corruption bringing disrepute to EEMS.

2.6 Dealing with Public Officials

There is increased sensitivity and scrutiny of dealings with public officials because this has traditionally been an area where bribery activity and corruption are more likely to occur. Employees and third parties are to be conscious of these risks in all dealings and interactions with public officials. As a result, gifts to public officials are strictly prohibited and entertainment for public officials should be modest and reasonable. Additionally, because interactions with public officials carry special risks under applicable anti-bribery and anti-corruption laws, contracts and payments to public officials should be reviewed carefully to determine what additional safeguards, if any, may be necessary to protect the organization. Furthermore, all official permissible payments to public officials or government agencies must be approved by the CEO, and receipts of such payments obtained.

2.7 Whistle Blowing

The Nigeria Government Whistle Blowing Policy protects the general public or individuals who work for the government or organizations and report misconduct in their organizations. They are encouraged to expose any kind of information or activity that is illegal or unethical. The whistle blowers can choose to operate within an organization or involve a third party.

EEMS actively promotes the whistle blowing policy by establishing the dedicated whistle blowing hotline. Whistle blowers' confidentiality and identity are 100% protected in line with the with the FGN Whistle Blower Policy. Both anonymous and non-anonymous infractions reported are properly investigated.

3.0 GETTING HELP

The Board of EEMS shall ensure the implementation of this policy. The board is committed to ensuring compliance. Asking questions, seeking advice about concerns, and bringing forward observed wrongdoing are encouraged.

3.1 What to do When You are not Certain

In cases where an individual in the course of performing his/her duties is not certain if a particular action will constitute wrongdoing; or where individuals may require guidance, the **HOTLINE** also offer impartial advice and support in order to help staff members ascertain what to do under uncertain circumstance.

3.2 Reporting Wrongdoing with no Fear

Individuals who suspect wrongdoing, who are neither concerned that their supervisor may be involved nor fear retaliation, can inform their supervisors through the usual hierarchy. In all cases, supervisors or managers who receive a report of suspected wrongdoing must take prompt and decisive action, or report to the Office of the Chairman for investigation as applicable.

3.3 Reporting Wrongdoing when Afraid

In cases where wrongdoing is suspected and you are afraid that either your supervisor may be involved, or you are afraid of backlash or other consequences. call the **HOTLINE** directly to report what you observed. You have the option to remain anonymous or reveal your identity. Whichever option you choose, investigation will be carried out diligently and you will be 100% protected, irrespective of the outcome of the investigation.

3.2 The Hotline

+(234) 805-243-9594

All staff are under obligation to call this number when they suspect a wrongdoing and report what was observed. This call goes straight to the Chairman of the Board, who shall call for investigation and report of the investigation submitted to him.