

## CODE OF CONDUCT FOR EMPLOYEES AND TRAINERS OF THE MYANMAR INSTITUTE OF DIRECTORS

Effective Date:	May 22, 2020
Revised Date:	
Last Board Review Date:	May 22, 2020

### Purpose

The purpose of this Code of Conduct is to encourage proper ethical conduct of Employees and Trainers of the Myanmar Institute of Directors, based on honesty, integrity, personal excellence, transparency and accountability, in discharge of their duties for the Institute. As the client-facing representatives of the Institute, trainers and employees must maintain a high level of ethics and professional service reciprocal of the trust that Members and other stakeholders place in them.

The Institute seeks to be an important beacon for the Myanmar business community and to potential investors coming into the market, signaling the country's commitment to promoting good governance in its private sector. Adopting, following and updating this Code of Conduct on a regular basis, and publishing it on the Institute's website (<http://myanmariod.com/>) together with the Institute's Board Charter, and other governance policies, underlines the Mission of the Institute to:

- To promote standards of corporate governance in Myanmar and their application by Myanmar companies;
- To improve the efficiency and effectiveness of Myanmar boards of directors
- To promote respect and professionalism for the role of board directors;
- To raise awareness and train corporate directors and executives on corporate governance best practices.

The Institute's ethical standards are based on:

- Respect for the rule of law, Myanmar laws and regulations, and respect for human rights;
- Managing the Institute's financial and operational performance to maximize the long-term value for its members;
- Conducting business with integrity and fairness, renouncing bribery and corruption or similar unacceptable business practices;
- Creating mutual advantage in all the Institute's relationships to build and foster trust;
- Demonstrating respect for the community the Institute operates in;
- Being an equal opportunity employer with recruitment, promotion and compensation based on merit and free of discrimination.
- Commitment to complying fully with the Myanmar law on anti-money laundering and only conducting business with reputable suppliers, and other partners who are involved in legitimate business activities and whose funds are derived from legitimate sources.

## CODE OF CONDUCT FOR EMPLOYEES AND TRAINERS OF THE MYANMAR INSTITUTE OF DIRECTORS

An Employee or Trainer of the Institute is expected to uphold the following standards of conduct:

- 1) Act with integrity, consistency and honesty in the implementation of their duties
- 2) Not seek to influence for private purposes or personal interest any person or body by using their MIOD position, or use MIOD property, facilities, services and financial resources for private purposes except when permission is lawfully given.
- 3) Avoid any conflict - real or potential – between personal interests and the interests of the Institute, and promptly report any occurrence of such conflict.
- 4) Treat colleagues, trainees and other stakeholders on the basis of equality and respect inside and outside of the workplace, and uphold their safety and security;
- 5) Respect the law, and understand and be accountable for compliance with any legal obligations for which they have responsibility;
- 6) Keep confidential any information received in the course of exercising duties for the MIOD, unless authorised by the Board or the person from whom the information is provided, or as required by law.
- 7) Ensure that private conduct does not lead to reputational harm for the Institute
- 8) Promote the uptake and understanding of this Code of Conduct by other Employees and Trainers.

In regards to training and other products and services for MIOD customers, Employees and Trainers are expected to:

- 9) Provide accurate information about the products or services provided by MIOD, and encourage participation in appropriate professional development programmes
- 10) Contribute to the development and delivery of high-quality and consistent products and services for MIOD clients
- 11) Encourage and act on customer feedback on MIOD learning products or services, and report any significant feedback to the Secretariat and the MIOD Strategy and Learning Committee
- 12) Work with the Secretariat and Committee to ensure continuous improvement, and innovation, including identifying where cost savings can be made without impacting on standards

Employees and Trainers commit to respect this Code of Conduct. Where an Employee or Trainer believes that a breach of the Code has occurred, they should in the first instance raise this with the CEO of the Institute. Where this is not possible, they should be raised with a member of the Board. All reports shall be treated and investigated in confidence, and Employees and Trainers shall not be penalised for any report made in good faith.

Where it is believed that a serious breach of the Code may have occurred, the CEO, or where appropriate, a Member of the Board appointed by the Board of Directors shall investigate. If an Employee or Trainer is determined by the Board to have violated this code, this may result in termination of an employment contract, or other action in compliance with Myanmar law.