



CODE OF CONDUCT and ETHICS

adopted December 6, 2018 [V.7]

Revised & Adopted 2018-12-06

PURPOSE

To ensure that all CRS Employees, Affiliates, and Board Directors are aware of the agency's Code of Conduct and Ethics and CRS' commitment to the highest standards of personal integrity, moral conduct, ethics, and accountability to those we serve. In addition, the agency will implement and require appropriate training on this Code of Conduct and Ethics for its various constituencies.

SCOPE

1. All CRS employees: US-based, Expatriate, and Country Program staff ("Employees")
2. All Volunteers and interns in service to CRS ("Affiliates").
3. All members of the CRS corporate Board and the CRS Foundation Board of Directors.
4. CRS encourages consultants, contractors and project partners to have or develop a Code of Conduct and Ethics substantially similar to this CRS policy, and receive training on the same. In the absence of such a policy and training, such consultants, contractors and project partners are encouraged to voluntarily adopt and train their staff on this CRS policy.
5. CRS expects and requires all subcontractors, for contracts funded and awarded by the United States government, to have or develop a Code of Conduct and Ethics substantially similar to this CRS policy, and receive training on the same. In the absence of such a policy and training, such consultants, contractors and project partners are expected to voluntarily adopt and train their staff on this CRS policy.

INTRODUCTION

This Code of Conduct and Ethics outlines CRS' commitment to the highest ethical standards to serve with respect and integrity, promote dignity and model stewardship. It aligns with and amplifies existing CRS values, policies and procedures, guiding principles, and the laws and regulations that govern our operations. The teachings of the Catholic Church are central to CRS' identity, and those teachings resonate with many of the other great religions of the world. Our Code has further been informed by and developed to reflect the Caritas Internationalis Code of Ethics which prescribes the basic values and institutional practices of Caritas organizations.

The Code of Conduct and Ethics represents our commitment to creating and maintaining an environment that respects and values CRS employees, partners, donors, and beneficiaries. Upholding ethical standards helps us to maintain compliance with legal, regulatory, and donor requirements. At the same time, our commitment and values call us to do more by acting responsibly and with integrity, making good judgments, and always striving to do no harm in our service to others.

All who are associated with CRS have the responsibility to uphold this Code of Conduct and Ethics. While it does not address every situation specifically, the Code of Conduct and Ethics provides the guidance we need to conduct our work ethically, with integrity, and in a manner that is consistent with CRS' values. The standards outlined here have been the pillars of our success since we were established in 1943. Our reputation and future success rests in each one of us doing our part to promote ethics, integrity, and respect when serving others and in our decision-making. The agency will monitor and update the policy and related documents as necessary, including a comprehensive review at a minimum of every three years.

A: Maintaining Safety and Wellbeing

Our standards on respect, safety, and wellbeing are the core values that inspire our mission, and in turn contribute directly to our success. CRS' Code of Conduct and Ethics is about maintaining respect, safety, and wellbeing of all those we work with and serve. We must all work together to maintain an environment that promotes respect for everyone at work, and for all beneficiaries, partners, and donors with whom we serve and work. The agency and all employees must know and maintain the following standards and procedures for safety, respect and wellbeing.

A.1. Protecting Children and Vulnerable Adults

CRS promotes the wellbeing of individuals to realize their full human potential, in solidarity with others, respecting the dignity of every person and caring for the most vulnerable and marginalized. Our policy on protection establishes standards, practices, procedures, and responsibility to protect children and vulnerable adults from abuse and exploitation. For more information, please refer to the [Policy on Safeguarding](#).

A.2. No Harassment

CRS is committed to providing a work environment that is free from harassment, thereby promoting the dignity and equality of the human person. Harassment interferes with an individual's wellbeing, work performance, and dignity and will not be tolerated. Harassment of co-workers, counterparts, and beneficiaries is equally prohibited. Harassment includes verbal, physical, visual, electronic, or other forms of intimidation, hostility, or offensive conduct. It may be based on race, color, religion, national origin or ancestry, sex, age, sexual orientation, physical or mental disability, medical condition, marital status, or any other status protected by law. Harassment does not include expressing or explaining Catholic teaching, establishing or implementing policies that are based on Catholic teaching, or exercising CRS' right to prefer the employment of Catholics for some positions. For more information, please refer to the [Policy on Safeguarding](#).

A.3. Responsible use of social media

CRS encourages the use of social media in ways that are consistent with its Guiding Principles and ensure the safety, privacy, and human dignity of employees, partners, and beneficiaries.

For more information, please refer to the [Social Media Policy](#) (CRS Social Media Policy, POL-HRD-GEN-0015).

A.4. Non-discrimination

The success of CRS is directly related to the trust and credibility we inspire by ensuring a work environment free from unlawful discrimination. CRS is committed to equal employment opportunity and to the development of talent and learning of a workforce with diverse skills and experiences. No discrimination will be tolerated under any circumstances at any locations. Specifically, discrimination on the basis of race, color, religion, national origin, sex, age, sexual orientation, disability, marital status, genetic information, or any other characteristic protected by law is prohibited. This prohibition covers all terms, privileges and conditions of employment including, without limitation, recruitment, hiring, assignment, compensation, promotion, discipline, and termination. However, conduct at odds with Catholic teaching may influence some CRS employment decisions. Additionally, some positions may require a CRS employee to be a US citizen and some positions require that an employee be in full communion and good standing with the Catholic Church. For more information, please refer to the [Equal Employment Opportunity Policy](#) (Equal Employment Opportunity, POL-HRD-EMP-0019).

A.5. Prohibited drug use, substance abuse, and smoking

CRS promotes a drug free workplace. All employees and contractors are expected to comply with CRS' policy on a drug-free workplace. The agency is committed to a work environment that is free from substance abuse (alcohol and drugs). CRS reserves the right to require drug testing upon reasonable suspicion of an employee's use or abuse of drugs or a controlled substance in violation of its policies. To protect and enhance our indoor air quality and to contribute to the health and well-being of all employees, all CRS offices are smoke free. No smoking or other use of tobacco products (including but not limited to cigarettes, pipes, snuff, chewing tobacco, or electronic smoking devices) is permitted in any part of any CRS office or vehicle. For more information, please refer to the policies on [Drug-Free Workplace](#) (Drug-free Workplace, POL-HRD-GEN-0008), [Substance Abuse](#) (Substance Abuse, POL-HRD-GEN-0007) and [Smoking](#) (Smoking, POL-HRD-GEN-0004).

A.6. Prevention of Trafficking in Persons

CRS strictly prohibits human trafficking in all forms. Neither CRS nor any employee, subcontractor, vendor, or agent is permitted to engage in certain activities or practices that constitute, encourage, or support human trafficking. For more information, please refer to our policy on [Safeguarding](#).

B: Protecting Assets; Safeguarding Confidentiality

All CRS Employees and Affiliates share a duty and responsibility to safeguard confidentiality and use resources justly, equitably, and efficiently in accordance with applicable guidelines, laws, and regulations. For more information, please refer to our policies on [Workplace Conduct](#) and on [Dismissal for Cause](#) (General Workplace Conduct Policy, POL-HRD-GEN-0009; Dismissal for Cause Policy, POL-HRD-EMP-0017).

B.1. Protecting assets and property

Employees shall protect agency assets and property at all times. CRS' assets and property include time, proprietary information, funds, and equipment. Illegal or criminal use of agency property or assets is prohibited. An employee is expected to, among other things:

- Give the time needed to fulfill their job responsibilities;
- Take reasonable care of CRS' property so that it is not damaged, misused, wasted, lost, or at risk of being lost;
- Advance CRS' legitimate work interests whenever opportunities arise; and
- Protect CRS' confidential and proprietary information and intellectual property.

B.2. Safeguarding confidentiality

All CRS Employees and Affiliates, both during and after employment, are required to safeguard the agency's confidential, proprietary, and/or sensitive material and information that they have access to. Such material and information includes but is not limited to:

- Human resources information including employee personnel records and terms of employment;
- Donations, donor records, and funding agreements;
- Supplier lists, proposals, agreements, confidential pricing data;
- Confidential information and materials obtained from staff meetings, department projects, management meetings or other sources;
- Computer systems and software data including electronic computer passwords or other security codes that allow access to private personnel data or to any information contained in confidential records or reports;
- Access code and password for electronic banking (including electronic fund transfers, mobile banking, corporate credit cards, pre-paid debits cards and others);
- Reports of abuse, exploitation, fraud or other violations of CRS standards;
- Intellectual property such as designs, ideas, brand, and copyright materials
- Financial records and documentation;
- Legal records and legal correspondence; and
- Any other information marked confidential or which is by its nature confidential.

B.3. Privacy

CRS is committed to protecting employee privacy. To this end, CRS maintains employment files in a secure and confidential manner under the Human Resources department. Employees have a right to review their employment files with a request to the human resources personnel in their Country Program, their Country Representative, their Deputy Regional Director MQ, or the Director of Human Resources in Baltimore HQ. When required by law, and in compliance with applicable regulations, third parties or government agencies may also be permitted to view the employment files. CRS maintains the integrity of employee payroll information. The agency's health benefits plan complies with the privacy rules and provides employees with notices that explain the participants' rights.

C: Transactions and Procurement Ethics

The importance of performing due diligence in all our transactions and procurement is critical to maintaining our success and reputation. Our mission at CRS to help the poor around the world involves serving within complex regulations worldwide, and with a requirement for accountability to beneficiaries, partners, and donors. The following standards and procedures are essential to

carry out our mission and to maintain responsible stewardship of the resources entrusted to our organization.

C.1. Financial Integrity

CRS has a responsibility and legal duty to protect financial assets and resources. To maintain financial integrity, employees shall comply with all applicable CRS standards and policies in recording, retaining, and reporting financial information. Financial data and records shall be maintained as current, accurate, and complete. Record-keeping procedures will be timely to ensure that all costs are properly charged and reported, and to maintain compliance with policies and financial and accounting standards, donor requirements, and legal regulations and laws.

For more information on financial integrity, refer to the following:

- [Finance Manual](#) (CRS Manual: Finance Policies and Procedures, February 2015).
- [Transaction Documentation](#) (Transaction Documentation Policy, POL-FIN-DOC-008).
- [Finance Ethics Procedure](#) (Code of Finance Ethics Procedure, PRO-FIN-ETH-003).

C.2. Internal Controls

All of CRS' work must be conducted within an environment of internal control, in accordance with existing policies and guidelines. The organization's internal controls and operating procedures are intended to detect, prevent, deter, and, where appropriate, disclose improper activities and misuses of those resources. CRS' internal controls shall be effected by the board of directors, management, and other personnel, designed to provide reasonable assurance in all of our operations, reporting, and compliance.

All employees shall maintain sound internal control over CRS' resources and activities, to cost-effectively reduce the risk of loss or misuse of funds or property to an endurable level. All transactions must be properly recorded in appropriate books in order to avoid potential weaknesses in internal controls and to comply with stated CRS policies and procedures. The agency shall maintain risk assessment to ensure timely identification, analysis and management of risks to the achievement of our mission. Information, communication systems and monitoring processes shall be used for timely exchange of information and to assess the quality of internal control performance and learning. In the event that CRS' books, records, and systems are reviewed, audited, or investigated by a Government agency, CRS employees will provide full cooperation with the Government agency responsible for any such audit, investigation, or review.

C.3. Procurement of goods and services

CRS is committed to the procurement of goods and services in a manner that maximizes contribution to and support of our customers worldwide and the agency's strategic objectives in both normal and emergency situations. All goods and services shall be procured in accordance with agency procurement policies and procedures, and through optimized purchasing economies of scale, use of leading-edge technologies and concepts, ethical sourcing, and highly professional practice at all levels.

Procurement contracts and agreements

Procurement contracts or agreements shall be used as the legal instrument to effect the purchase of goods or services. Procurement contracts and agreements establish legally enforceable promises, offered and accepted by the parties, supported by the exchange

of things of value (e.g. goods, services, money). Procurement contracts can be formal contracts or in the form of a Purchase Order (PO) as defined in CRS policies.

Purchases

All employees who are involved with procurement transactions are required to follow the policies and procedures of CRS when committing agency funds for purchases. Purchases must be pursued in accordance with the Global Procurement Manual to reduce agency liability, verify that the agency is paying the best possible terms for goods/services, and ensure adherence to donor requirements. Purchases shall be conducted in a timely fashion and documented even in situations of rapid response emergency, taking into account CRS' three key purchasing factors: quality, delivery, and price.

Suppliers

CRS regards suppliers as partners, and as such, it is important to maintain an atmosphere of honesty and integrity in working with them. Selection of suppliers shall be ethical, based exclusively on quality, service, price, and suitability to the agency's needs. Employees directly responsible for purchasing shall not have any personal or family interest, involvement, or financial relationship with a supplier that might impair objectivity or freedom of judgment. Ethical sourcing of suppliers shall be maintained, in compliance with the guidelines and policies set out by CRS' procurement policies and procedures. The Global Procurement team and local Country Programs are to maintain a solid and reputable supplier base. Employees should avoid using CRS suppliers for personal needs.

Consultants and Contractors

Consultants and independent contractors working for CRS are not employees and so their terms of service shall be outlined in a consultancy agreement reviewed, processed, and approved through HQ/Baltimore Human Resources or local Country Program policy. Consultants may not supervise agency personnel nor is the consultant's day-to-day work subject to supervision by Employees of the agency. Consultancy services shall be outlined in the Scope of Work with deliverables that do not include work that is normally done by employees.

For more information on procurement of goods and services, refer to:

- [Global procurement manual](#) and Global Procurement Policies [Approved Supplier List](#) policy, POL PUR SUP 001; Procurement Policy Executive Summary, POL-PUR-SUM-001; Procurement Contracts, POL-PUR-POS-001; return procedure, PRO-PUR-RETURNS Procedure).
- [Consultants \(Independent Contractors\) Policy](#): (Consultants/Independent contractors, POL-HRD-EMP-0004).

C.4. Conflict of Interest, fraud or corruption

Our CRS values and guiding principles commit us to avoid conflict of interest, and to never accept any form of fraud or corruption in compliance with operational regulations.

Conflict of Interest

CRS has confidence in the integrity of its employees but recognizes the possibility that conflicts of interest may arise. It is the policy of CRS that no employee shall take any

action or make any statement intended to influence the action of another, including donors and beneficiaries, to benefit the personal interest of the employee or the employee's family members, rather than the interest of the agency. If you are in doubt as to whether an activity could be regarded as a conflict of interest, you must seek clarification from your immediate supervisor, human resources personnel in your Country Program, your Country Representative, your Deputy Regional Director MQ, or from the Director of Human Resources in Baltimore HQ.

In compliance with CRS' governance policy, CRS Board members and "key employees" are required to file an annual Conflict of Interest disclosure with the Corporate Secretary.

Gifts, Entertainment and Hospitality

CRS employees shall not solicit, request, accept, or agree to accept any significant gift from a CRS partner or prospective partner. A significant gift is defined as any tangible item, service, favor, credit, or discount of value, not available to others, that could influence decisions and actions. No monies are to be accepted as a personal gift for any reason whatsoever. In addition, CRS' funds shall not be used to provide gifts to any partners or any other groups in order to influence decisions or planning related to pending projects. CRS employees are prohibited from offering or accepting any work-related entertainment or hospitality including meals or travel, unless it is permitted by law or regulation. Offers of entertainment and hospitality from CRS suppliers shall be declined tactfully, but clearly. For more information, please refer to our policy on [Parties and Gifts](#) (CRS Funded Parties and Gifts Policy, POL-HRD-GEN-0013).

Fraud or Corruption

It is never permissible to offer anything of value for corrupt purposes, such as obtaining favorable treatment with a respective beneficiary or partner. CRS prohibits Fraud whose definition within the framework of Fraud Allegation Management (FAM) procedure is: "An act or course of dishonesty, an intentional concealment, omission, or perversion of truth, to gain unlawful or unfair advantage, induce another to part with some valuable item or surrender a legal right, or inflict injury in some manner." The examples of fraud are bribery, kickbacks and gratuities, collusive behavior between vendors and employees, false claims, embezzlement, and the types of theft that are the direct or indirect result of fraudulent actions.

CRS prohibits employees from offering, soliciting, or accepting any bribe, whether dealing with government officials, political parties, or representatives of commercial organizations. "Bribery" does not mean just money, but anything of value; including gifts, entertainment, or other favors solicited or received for an improper purpose. This same integrity is expected from all third parties, agents, and any other partner.

Compliance with the U.S. Foreign Corrupt Practices Act (FCPA):

CRS complies with the United States Foreign Corrupt Practices Act (FCPA). The FCPA prohibits agencies and individuals from corruptly offering, promising or giving anything of value to a Foreign Official* to assist the agency or individual in obtaining or retaining

* "Foreign Official" includes: a) an officer or employee of any non-U.S. federal, state, municipal, or other government, department, agency, or instrumentality; b) a political party or party official; c) a candidate for a foreign political office; d) an officer or employee of: • a public international organization or any department or agency thereof, e.g., United Nations, World Bank, IMF, • an organization that is affiliated with one or more foreign governments, • a commercial business, enterprise or other organization that is owned or controlled by a foreign national, regional or local government; e) a consultant, advisor, contractor, or agent of any of the above that
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business or to obtain any improper advantage. It is also unlawful for any CRS employee to make payments to agents, sales representatives or other intermediaries while knowing or having reason to know that any portion of the payment will be used illegally. Unlawful political contributions to obtain or retain business operations overseas are prohibited.

Due diligence should be conducted on all third parties that CRS seeks to engage to act as agents, representatives or consultants in connection with business in a foreign country and foreign controlled partner agencies that CRS intends to establish a binding business relationship with. Due diligence should be conducted prior to entering into any contractual or binding arrangement, with advice from General Counsel. Neither CRS nor any Employee or Affiliate in service to CRS shall offer, make, promise or authorize payments to Foreign Officials, directly or indirectly, which would violate the FCPA, or similar national anti-bribery laws.

For more information regarding conflict of interest, fraud or corruption, refer to the following:

- [Conflict of Interest Policy](#) (Conflict of Interest, POL-HRD-GEN-0002).
- [Whistleblower Policy](#) (Whistleblower -Anti-corruption, POL-HRD-GEN-0018).
 - [Fraud Allegation Management procedure](#) (Fraud Allegation Management (FAM) procedure, PRO-OD-RSK-001).
 - [The Foreign Corrupt Practices Act](#) (The Foreign Corrupt Practices Act, United States Department of Justice).

PROCEDURES

Acknowledgement and Acceptance

All persons bound by this Code of Conduct and Ethics (see “Scope” above) are obligated to acknowledge their awareness of its content and accept it as a binding obligation during their CRS service or employment as follows:

- a) New CRS employees and affiliates will execute an “Acknowledgement and Acceptance” statement at the time of their hiring, and all CRS employees and affiliates will execute an “Acknowledgement and Acceptance” statement at the time of their biennial refresher training.
- b) CRS corporate Board Directors and CRS Foundation Board Directors will annually execute an “Acknowledgement and Acceptance” statement concurrent with the submission of their Conflict of Interest declaration.

Training

All employees are required to complete the compliance training on the Code of Conduct and Ethics, with refresher courses every two years.

Human Resources shall be responsible for the design of the training and refresher courses, releasing the training to all staff through CRSLeads, and tracking compliance.

Country Programs shall ensure the timely completion of the training by all employees.

represents or acts on behalf of or in an official capacity for such entity or person; or f) members of foreign royal families that have governmental duties.

Raising complaints

All employees are required to report whenever they suspect or witness a violation of the standards outlined in this Code of Conduct and Ethics. Failure to report may put the agency and employees at risk, and lead to disciplinary action, up to and including termination. Reporting is an effective way of prevention and response to actual or perceived misconduct.

CRS shall investigate and follow up on reported incidents in a thorough, confidential and responsible manner.

Potential breaches or any violations of the Code of Conduct and Ethics shall be reported in accordance with the confidential [Whistleblower Policy](#) procedures (Whistleblower (Anti-corruption) policy, POL-HRD-GEN-0018) by:

- Submitting an online report on our secure and confidential website at www.ethicspoint.com
- Calling the hotline: 1 -866-295-2632. Country specific access codes are available on ethics point site.

Abuse or exploitation of children or vulnerable adults shall be reported in accordance with the [Policy on Safeguarding](#) by:

- Submitting an online report form on Navex Global: [English](#) [Español](#) [Français](#)
- Calling the hotline: 1 -866-295-2632. Country specific access codes are available on [protection website](#).

Violations of the Code of Conduct and Ethics may also be reported by contacting any of the following designated staff or officials:

- General Counsel
- Director of Internal Audit
- Director of Human Resources at Baltimore HQ
- Country Representative in your Country Program
- A member of U.S. congress or representative of congressional committee, a cognizant U.S. Inspector General, the U.S. government Accountability Office, a Federal employee responsible for contract/grant oversight or for investigating misconduct, and a U.S. court or grand jury (Only for violations related to a Federal contract or grant - including the competition for, or negotiation of, a contract or grant relating to U.S. government grants or contracts).

In some circumstances, CRS may be obligated to disclose certain violations to the U.S. Government. This obligation is triggered when there is "credible evidence" of certain criminal violations involving fraud under title 18 of the U.S. Code or civil violations of the False Claims Act. The obligation is also triggered when there is credible information relating to trafficking in persons by CRS or an employee, contractor, vendor, or agent. A CRS employee, contractor, or vendor who becomes aware of potential evidence of such violations should immediately report that information to the Director of Risk Management in accordance with the above procedures.

Non-retaliation

A CRS employee will not be discharged, demoted, or otherwise discriminated against as a reprisal for reporting any suspicions or for "whistleblowing." Whistleblowing is defined as making a disclosure "that the employee reasonably believes" is evidence of any of the following:

- Gross mismanagement of assets, property, funds, contract or grant;
- Inaccurate, false, or misleading financial records or documentation;
- A gross waste of agency funds;

- Abuse of authority and power for exploitation and abuse of beneficiaries or others that we serve;
- A substantial and specific danger to public health or safety;
- Abuse or exploitation of a child or vulnerable adult; or
- Any violation of CRS' Code of Conduct and Ethics.

CONSEQUENCES

All Employees and Affiliates are obligated to act with integrity and are responsible for adhering to the standards of this policy.

Any breach or violations of this Code of Conduct and Ethics may result in disciplinary action up to and including termination. Violations may also result in criminal and civil charges in the United States or abroad, with significant penalties if an employee and/or the agency is convicted. Violations and charges have serious implications on the agency's operations.

RELATED POLICIES AND DOCUMENTS

1. [Policy on Safeguarding](#)
2. [Social Media Policy](#) (CRS Social Media Policy, POL-HRD-GEN-0015).
3. [Equal Employment Opportunity Policy](#) (Equal Employment Opportunity, POL-HRD-EMP-0019).
4. [Drug-Free Workplace](#) (Drug-free Workplace, POL-HRD-GEN-0008).
5. [Substance Abuse](#) Substance Abuse, POL-HRD-GEN-0007).
6. [Smoking](#) (Smoking, POL-HRD-GEN-0004).
7. [Workplace Conduct](#) (General Workplace Conduct, POL-HRD-GEN-0009)
8. [Dismissal for Cause](#) (Dismissal for Cause, POL-HRD-EMP-0017)
9. [Finance manual](#) (CRS Manual: Finance Policies and Procedures, February 2015).
10. [Transaction documentation](#) (Transaction Documentation Policy, POL-FIN-DOC-008).
11. [Finance Ethics Procedure](#) (Code of Finance Ethics Procedure, PRO-FIN-ETH-003).
12. [Global Procurement manual and policies](#) (Approved Supplier List policy, POL PUR SUP 001; Procurement Policy Executive Summary, POL-PUR-SUM-001; Procurement Contracts, POL-PUR-POS-001; return procedure, PRO-PUR-RETURNS Procedure).
13. [Consultants \(Independent Contractors\) Policy](#) (Consultants/Independent contractors, POL-HRD-EMP-0004).
14. [Parties and Gifts](#) (CRS Funded Parties and Gifts, POL-HRD-GEN-0013)
15. [Conflict of Interest Policy](#) (Conflict of Interest, POL-HRD-GEN-0002).
16. [Whistleblower Policy](#) (Whistleblower -Anti-corruption, POL-HRD-GEN-0018).
17. [Fraud Allegation Management procedure](#) (Fraud Allegation Management (FAM) procedure, PRO-ODD-RSK-001).
18. [The Foreign Corrupt Practices Act](#) (The Foreign Corrupt Practices Act, United States Department of Justice).
19. [Caritas Internationalis Code of Ethics](#) (Striving to live our values: Code of Ethics for Caritas Internationalis member organizations).