



OCP Code of Ethics and Conduct

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1. Our Mission

Open Contracting Partnership (“OCP” or “we” or “our”) is a silo-busting collaboration across government, business, civil society, and technologists to open up and transform government contracting worldwide to make it better and fairer. We bring open data and open government together to make sure public money is spent openly, fairly, and effectively. We focus on public contracts as they are the single biggest item of spending by most governments. They are a government’s number one corruption risk and they are vital to make sure citizens get the services that they deserve.

2. Code of Ethics and Conduct

In order to fulfill our mission, OCP Board Members, officers, employees, contractors, subcontractors, consultants, vendors, interns, and volunteers (each, individually, a “team member” or “you”) are expected to abide by OCP’s values and conduct your work with the highest integrity and ethics whenever you act on behalf of OCP, both within the organization and outside of it.

This Code of Ethics and Conduct (this “Code” or this “Code of Ethics”) is intended to communicate OCP’s ethical expectations that exceed the minimum levels of conduct to comply with the law. However, if any part of this Code conflicts with federal, state, or local law or a legal order (the “Applicable Law”), the Applicable Law must be followed.

OCP’s success is driven by each team member’s understanding and adherence to this Code. You will be responsible for reading, understanding, and complying with this Code and any subsequent updates. If you require assistance in understanding the Code or have any questions, you may contact the Deputy Executive Director (the “Deputy ED”).

3. Values

Our values are:

- **Open**

Openness is more than a means to an end. We see openness as a value beyond open data, beyond just transparency about what we are doing and why we are doing it. It’s about being open to ideas, new alliances, to diversity, to sharing, to taking chances and to new ways to solve problems. We can only achieve a global tipping point on contracting if others join in our agenda. It’s also about being honest and accountable in what we do and how we do it. We will remain open, continue to listen, and lead where our leadership is needed.

- **Bold**

To reach these ambitious goals, we have to be bold. Speaking truth to power requires it. We will make sure we have the expertise to back up boldness with evidence. Boldness is being steadfast and courageous without being insensitive or inflexible. We make choices and take chances. We report on them. We run with our winners, learn from our mistakes, and share that learning in turn.

- **Curious**

To influence vested interests and change the status quo, we have to be creative. We have to find and elevate new approaches. We have to allow for testing, failure and

adaptation. Be continually curious about new people and partners. Procurement is a dull issue, so to shift people's perspectives we must inspire others with our own curiosity, our own excitement about the possibility of change.

Finally, we hope to do this in a fun way. To celebrate our successes and our partners' successes. We are passionate about our work, and we enjoy it. It's a long road to strategic global change and the journey is better with a sense of humour.

4. OCP Code of Ethics

Given our mission, we have adopted a Code of Ethics to guide team members in their conduct when acting on behalf of OCP. This Code contains broad principles reflecting the types of behavior we expect of all team members.

You agree that you will:

- a. Act with honesty, integrity, and openness in all of your dealings as a representative of OCP.
- b. Listen to our stakeholders to fulfill our mission: elevate the public message on open contracting. Strive for excellence and innovation in the field.
- c. Comply with applicable laws, regulations, fiduciary responsibilities, as applicable, and policies, in an effort to create transparency in all of our operations.
- d. Act at all times in accordance with the highest ethical standards and in the best interests of OCP, its stakeholders, donors, and reputation.
- e. Sign and adhere to OCP's [Conflict of Interest Policy](#) and follow it at all times.
- f. Be accountable for adhering to this Code, the [Employee Handbook](#), as applicable, and all OCP policies, including [OCP's Financial Policies and Procedures](#).
- g. Use best efforts to be good stewards of OCP's resources.
- h. Honor OCP's commitments and promises to the best of your abilities.

- i. Appropriately acknowledge contributions from other individuals and organizations who help facilitate OCP's goals.
- j. Regularly review program effectiveness and have mechanisms to incorporate lessons learned into future programs.
- k. promote [Inclusion and Belonging](#) in order to enrich OCP's programmatic effectiveness, as per OCP's Guidance in this area.
- l. Be aware of and fully implement [OCP's Safeguarding Policy](#).

5. Reporting a Violation and Whistleblower Policy ("Whistleblower Policy")

OCP requires you to observe the highest standards of business and personal ethics in the conduct of your duties on OCP's behalf. As a team member, you are expected to practice honesty and integrity in fulfilling your responsibilities and are required to comply with all applicable laws and regulations.

The objectives of this Whistleblower Policy are to encourage and enable you, without fear of retaliation, to raise concerns regarding suspected unethical and/or illegal conduct or practices in a confidential and, if desired, anonymous basis so that we can address and correct inappropriate conduct and actions.

5.1 Reporting Responsibility

Each team member has an obligation to report in good faith in accordance with this Whistleblower Policy any concerns she or he may have regarding actual or suspected activities which may be illegal or in violation of OCP's policies with respect to, but not limited to, fraud, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, and misuse of OCP's assets, as well as any violations or suspected violations of high business and personal ethical standards, as such standards relate to OCP (each, a "Concern") in accordance with this Whistleblower Policy.

5.2 Whistleblower Protection

This Whistleblower Policy is intended to encourage and enable you to raise Concerns for investigation and appropriate action, prior to seeking resolution outside of OCP. With this goal in mind, no one who, in good faith, reports a Concern shall be subject to intimidation, harassment, retaliation, discrimination, or adverse employment consequences because of such report. Moreover, anyone who retaliates against someone who has reported a Concern in

good faith will be subject to disciplinary action, up to and including dismissal or termination of employment or termination of contract with OCP, as applicable.

5.3 Reporting Concerns

Any Concerns should be reported as soon as practicable to the Executive Director (the “ED”) or the Deputy ED. If the Concern involves the ED or the Deputy ED, then to a member of OCP’s Board of Directors (the “Board”). Any questions with regard to the scope, interpretation or operation of this Whistleblower Policy should also be directed to the Deputy ED. Concerns may be submitted anonymously in writing. Anonymous complaints should be detailed to the greatest extent possible because follow up questions will not be possible, making the investigation and resolution of such complaints difficult.

The ED or the Deputy ED should report any concerns raised with them to the Executive Committee of the Board (the “Executive Committee”).

5.4. Accounting and Auditing Matters

The Executive Committee shall address all reported Concerns regarding corporate accounting practices, internal controls or auditing (“Accounting Concerns”) brought to its attention. The Head of Finance shall immediately notify the ED and the Executive Committee of any Accounting Concern and work with the ED and Executive Committee until the matter is resolved. Promptly upon receipt, the Executive Committee shall evaluate whether a Concern constitutes an Accounting Concern and, if so, shall promptly determine what professional assistance, if any, it needs in order to conduct an investigation. The Executive Committee has the authority, in its sole discretion, to retain outside auditors, counsel, private investigators or other experts to assist in the investigation and in the analysis of the results.

5.5. Investigations

Each team member shall cooperate with any investigation, as required by OCP, and act in such a way as to avoid compromising either the identity of the individual who reported the Concern anonymously or the confidentiality of the complaint and the resulting investigation.

5.6. Acting in Good Faith

Anyone reporting a Concern must act in good faith and have reasonable grounds for believing the information disclosed indicates an improper accounting or auditing practice, or a violation of high business and personal ethical standards and/or applicable legal requirements. OCP will not take any adverse action against anyone for reporting a Concern in good faith or cooperating with a compliance investigation, even when the report proves to be unsubstantiated. If you do not report a Concern that you believe in good faith violates this

Code or is not in compliance with OCP's legal or ethical obligations, you may be subject to disciplinary action, up to and including dismissal or termination of employment or termination of your contract with OCP, as applicable. The act of making allegations that prove to have been unsubstantiated, and that prove to have been made maliciously, recklessly, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in disciplinary action.

5.7. Confidentiality

We take seriously our responsibility to enforce this Whistleblower Policy and therefore encourage anyone reporting a concern to identify him or herself so as to facilitate any resulting investigation. Notwithstanding the foregoing, in reporting a Concern, the reporting person may request that such report be treated in a confidential manner (including that OCP take reasonable steps to ensure that the identity of the reporting person remains anonymous). Reports of Concerns, and investigations pertaining thereto, shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. Disclosure of reports of Concerns to individuals not involved in the investigation will be viewed as a serious disciplinary offense and may result in disciplinary action.

5.8. Handling of Reported Concerns

The Deputy ED will acknowledge receipt of the reported Concern within five business days, but only to the extent that the reporting person's identity is disclosed or a return address is provided. All reports will be promptly investigated; the scope of such investigation being within the sole discretion of the Executive Committee, and appropriate corrective action will be taken if warranted by the investigation.

5.9. Records

OCP will retain on a strictly confidential basis for a period of seven years (or otherwise as required under OCP's [record retention policies](#) in effect from time to time) all records relating to any reported Concern and to the investigation and resolution thereof. All such records are confidential to OCP and such records will be considered privileged and confidential.

5.10 Questions About This Whistleblower Policy

Any questions about this GACAB Policy should be referred to the Deputy ED, who is in charge of administering, enforcing, and updating this GACAB Policy.

6. Global Anti-Corruption and Anti-Bribery Policy

6.1 Introduction

6.1.1 Combating Corruption

OCP operates in a wide range of legal and business environments, many of which pose challenges to our ability to conduct our operations with integrity. As an organization, we strive to conduct ourselves according to the highest standards of ethical conduct. Throughout our operations, OCP seeks to avoid even the appearance of impropriety in the actions of our team members.

Accordingly, this Global Anti-Corruption and Anti-Bribery Policy (this “GACAB Policy”) reiterates our commitment to integrity and explains the specific requirements and prohibitions applicable to our operations under anti-corruption and related laws, including, but not limited to:

- a. the [US Foreign Corrupt Practices Act of 1977](#) ("FCPA");
- b. the [Australia Criminal Code of 1995](#);
- c. the [United Kingdom Bribery Act of 2010](#);
- d. trade, economic or financial sanctions laws, regulations, executive orders or restrictive measures administered, enacted, imposed or enforced by OFAC, the US Department of State, or any other US authority (including, but not limited to, 31 C.F.R. Subtitle B, Chapter V; the Iran Sanctions Act of 1996; the Comprehensive Iran Sanctions, Accountability and Divestment Act of 2010; Executive Order 13590; Section 1245 of the National Defense Authorization Act for Fiscal Year 2012; Executive Order 13599; Executive Order 13608; Executive Order 13622; the Iran Threat Reduction and Syria Human Rights Act of 2012; the Iran Freedom and Counter Proliferation Act; and Executive Order 13645);
- e. trade, economic or financial sanctions, laws, regulations, or restrictive measures administered, enacted, imposed or enforced by the United Nations Security Council, the United States, Australia, European Union or any of its member states (including, without limitation, the United Kingdom and Her Majesty's Treasury);
- f. applicable financial record-keeping and reporting requirements; and

- g. any applicable related or similar statute, rule, regulation, law, ordinance, code, order, constitution, treaty, common law, judgment, decree, guideline, or other requirement or rule of law issued, administered or enforced by any Governmental Authority (as defined below) having competent jurisdiction over it (These subsections a through g collectively referred to herein as “Applicable Law”). “Governmental Authority” means any federal, state, local, or foreign government or political subdivision thereof, or any agency or instrumentality of such government or political subdivision, or any self-regulated organization or other non-governmental regulatory authority or quasi-governmental authority (to the extent that the rules, regulations, or orders of such organization or authority have the force of law), or any arbitrator, court, or tribunal of competent jurisdiction.

This GACAB Policy contains information intended to reduce the risk of corruption and bribery from occurring in OCP's activities. OCP strictly prohibits all forms of corruption and bribery and will take all necessary steps to ensure that corruption and bribery do not occur in its operations. This GACAB Policy establishes higher standards of ethical conduct than the minimum required under Applicable Law. Subject to Section 6.10, all team members must be thoroughly familiar with the provisions of this Policy and any other applicable anti-corruption laws.

The concept of prohibiting bribery is simple. However, understanding the full scope of this GACAB Policy is essential as it directly affects everyday interactions between you and Government Officials (as defined below) and any other individual, corporation, partnership, joint venture, limited liability company, Governmental Authority, unincorporated organization, trust, association, or other entity (collectively, “Person”).

Violations of this GACAB Policy can also result in violations of other laws, including anti-money laundering, mail and wire fraud, and conspiracy laws. The penalties for violating these laws are severe. In addition to being subject to OCP's disciplinary policies (up to and including dismissal or termination of employment or termination of contract with OCP), individuals who violate anti-corruption and related laws may also be subject to imprisonment and fines.

6.2 Applicability

This GACAB Policy applies to all team members and is applicable to all of OCP's operations worldwide. This GACAB Policy also applies to OCP's community project partners and any other third-party representatives that have or are likely to conduct business or interact with a Person or Government Official (as defined below).

6.3 Government Officials

OCP broadly defines the term “Government Official” to include:

- a. Officers or employees of a government or any department, agency, or instrumentality thereof.
- b. Officers or employees of a company or business owned in whole or in part or controlled by a government (a state-owned or controlled enterprise).
- c. Officers or employees of a public international organization (such as the United Nations, the World Bank, or the European Union).
- d. Political parties or officials thereof.
- e. Candidates for political office.
- f. Any individual who holds or performs the duties of an appointment, office, or position created by custom or convention.
- g. Any Person who holds itself out to be an authorized intermediary of a Government Official.

"Government Official" also includes anyone acting on behalf of any of the above, or a spouse, significant other, child, or other relative of any of the above.

On occasion, a Government Official may attempt to solicit or extort improper payments or something of value from you. You must inform the Government Official that OCP does not engage in such conduct and immediately contact the Deputy ED.

6.4 Prohibited Payments

Team members are prohibited from directly or indirectly making, promising, authorizing, offering, or receiving anything of value to or from anyone on behalf of OCP to secure an improper advantage, obtain or retain business, or direct business to any other Person. This prohibition includes payments to a Person where the team member knows, or has reason to know, that the third party will use any part of the payment for bribes.

Payments that violate this GACAB Policy may arise in a variety of settings and include a broad range of payments beyond the obvious cash bribe, kickback, or commission. OCP prohibits giving "anything of value" for an improper purpose. This term is very broad and can include, for example:

- a. Gifts
- b. Travel, meals, lodging, entertainment, or gift cards
- c. Loans or non-arm's length transactions
- d. Charitable or political donations
- e. Business, employment, or investment opportunities

6.5 Commercial Bribery

Commercial bribery involving non-governmental parties is also prohibited under this GACAB Policy. To this end, you will not offer, promise, authorize the payment of, or pay or provide anything of value to any team member or another Person to induce or reward the improper performance of any function or any business-related activity. Furthermore, you shall not request, agree to receive, or accept anything of value from any team member or another Person as an inducement or reward for the improper performance of any function or any business-related activity.

6.5.1 Facilitation Payments.

Facilitation payments are prohibited under this GACAB Policy. "Facilitation Payments" are nominal payments made to Government Officials to ensure or speed up the proper performance of a Government Official's routine, non-discretionary duties or actions, such as:

- a. clearing customs;
- b. processing governmental papers such as visas, permits, or licenses;
- c. providing police protection; or
- d. providing mail, telephone, or utility services.

6.5.2 Promotional Hospitality and Marketing Expenses or Pursuant to a Contract.

OCP does not pay for meals, lodging, or travel unless the expenses are bona fide, reasonable, and directly related to the promotion, demonstration, or explanation of OCP products or services, or the execution of a contract. You may accept occasional meals, refreshments, or other entertainment appropriate to the circumstances in connection with normal business discussions. However, you may not accept such favors if they are used to influence a decision or position or if they impose an obligation or expectation on OCP that OCP or its team members will give a favor in return.

6.6 Permitted Payments

In general, OCP permits promotional gifts of nominal value that may be given as a courtesy in recognition of services rendered or to promote goodwill. These gifts must be nominal in value and should generally bear the trademark of OCP or one of its products.

6.7 Political and Charitable Contributions

Contributions to candidates for political office and charitable contributions using OCP funds are prohibited unless pre-approved in writing by the Board.

6.8 Recordkeeping

It is OCP's policy to implement and maintain internal accounting controls based upon sound accounting principles. All accounting entries in OCP's books and records must be timely and accurately recorded and include reasonable detail to fairly reflect transactions. These accounting entries and the supporting documentation must be periodically reviewed to identify and correct discrepancies, errors, and omissions.

- e. **Authorization for Transactions.** All transactions involving the provision of anything of value must occur only with appropriate OCP authorization.
- f. **Recording Transactions.** All transactions involving the provision of anything of value must be recorded in accordance with generally accepted accounting principles.
- g. **Tracking Transactions.** All transactions involving the provision of anything of value must be tracked in a separate log or record, with supporting documentation identifying:
 - i. the name and position of the individual requesting and authorizing the transaction;
 - ii. the name and position of those involved in the transaction; and
 - iii. a description, including the value, of the payment or provision of anything of value, and where applicable, a description of OCP's products or services being promoted or the relevant contractual provision if the payment was made pursuant to a contract.

6.9 Cash Payments

Cash payments of any kind, other than documented petty cash disbursements or other valid and approved payments, are prohibited. OCP checks shall not be written to "cash," "bearer," or

anyone other than the party entitled to payment except to replenish properly used petty cash funds.

6.10 Representatives

Any Person or team member that contracts with OCP must fully comply with the FCPA and all other Applicable Law.

6.11 Compliance

Team members must be familiar with and perform their duties according to the requirements set out in this GACAB Policy. They must also communicate with and train any Person who performs services for or on behalf of OCP about this GACAB Policy. Any Person who violates this Policy will be subject to disciplinary action, up to and including dismissal or termination of employment or termination of contract, as applicable.

Any team member who suspects that this GACAB Policy may have been violated must immediately notify OCP in accordance with the Whistleblower Policy and as specified in Section 6.16 below. Anyone who, in good faith, reports suspected legal, ethical, or policy violations will not suffer any adverse consequences for doing so. When in doubt about the appropriateness of any conduct, OCP requires that you seek additional guidance before taking any action which may subject OCP to potential legal liability.

6.12 Duty to Cooperate

OCP may, at times, undertake a more detailed review of certain transactions. As part of these reviews, OCP requires each team member and Person to cooperate with OCP, outside legal counsel, outside auditors, or other similar parties, as needed. OCP views failure to cooperate in an internal review as a breach of your obligations to OCP, and OCP may deal with this failure severely in accordance with Applicable Law and this GACAB Policy.

6.13 Assignment and Delegation

You may not assign, subcontract, or delegate your rights or obligations or share fees without the prior written consent of OCP.

6.14 Conflict of Interest

Any Person that contracts with OCP must comply with OCP's [Conflict of Interest Policy](#).

6.15 Questions About GACAB Policy

Any questions about this GACAB Policy should be referred to the Deputy ED, who is in charge of administering, enforcing, and updating this GACAB Policy.

6.16 Reporting Policy Violations

To report potential violations of this GACAB Policy, immediately notify your Lead Manager or the Deputy ED.

7. Conflict of Interest Policy (“COI Policy”)

7.1 Purpose

The purpose of this COI Policy is to protect the interests of OCP when it is contemplating entering into a transaction or arrangement that might benefit or appear to benefit the private interest of any present or former team member. OCP is organized to serve the public interest, and all team members must act and use good judgment to maintain and further the public's trust and confidence in OCP.

7.2 Scope

This COI Policy is intended to supplement but not replace any state and federal laws governing conflicts of interest applicable to non-profit and charitable organizations. This COI Policy establishes guidelines, procedures, and requirements for:

- a. identifying a conflict of interest and situations that may result in an actual, potential, or perceived conflict of interest; and
- b. appropriately managing a conflict of interest in accordance with legal requirements and the goals of accountability and transparency.

7.3 Application

OCP seeks to avoid actual or potential conflicts of interest but nevertheless recognizes that such situations may arise. OCP therefore requires all team members to comply with this COI Policy and complete a Code of Ethics and Conduct Statement on an annual basis. All team members must familiarize themselves with and adhere to the principles and rules set out in this COI Policy.

7.4 Questions About This COI Policy

Any questions about this COI Policy should be referred to the Deputy ED, who is in charge of administering, enforcing, and updating this COI Policy.

7.5 Personal and Organizational Conflicts of Interest

- c. Personal Conflicts of Interest. A personal conflict of interest occurs whenever an individual's outside interests or activities may interfere or compete with his or her ability to act impartially in the best interests of OCP. A personal conflict of interest could arise in the following, non-exhaustive, circumstances:

- i. Acceptance, whether directly or indirectly, of gifts, payment, or services from those seeking to do business with OCP.
 - ii. Placement of business with a company owned or controlled by team members or his or her family.
 - iii. Having a personal interest or potential for gain, directly or indirectly, in any OCP decision or transaction.
- d. **Organizational Conflicts of Interest.** Organizational conflicts of interest occur when the interests or benefits of a Person conflict with the interests or benefits of another. Such conflicts of interest need to be avoided so that OCP can render impartial advice, perform its work objectively, and not seek unfair competitive advantage. An organizational conflict of interest could arise in the following, non-exhaustive, circumstances:
 - i. When an organization evaluates an activity for a government agency and competes to provide services that are required as a result of the evaluation.
 - ii. When an organization designs an activity for a government agency and competes to implement the activity.

7.6 Procedures for Addressing a Conflict of Interest

- a. All material facts of any actual and potential conflicts of interest must be disclosed as they arise. In the case of the Governing Board, such disclosure should be made at a Board meeting or to the Chair of the Governing Board if the conflict arises between meetings. Non-Governing Board Personnel and OCP employees should disclose actual and potential conflicts to the ED, who may also consult with the Board as required. An interested person must recuse himself or herself during the discussion of, and the vote on, a transaction or arrangement involving the conflict of interest.
- b. If required, a determination on whether a conflict exists (and, if needed, a decision on its resolution) will be made by:
 - i. the Governing Board, in the case of conflicts raised by a Board member during a Board meeting (the member concerned will recuse themselves on any vote on the matter);
 - ii. the Executive Committee, in the case of conflicts raised by a Board member between Board meetings (if a member of the Executive Committee, the person concerned will recuse themselves on any vote on the matter); or

- iii. the Executive Director (if thought necessary, in consultation with the Executive Committee), in the case of conflicts raised by staff or consultants.

7.7 Curing or Avoiding the Conflict of Interest

The Chair of the Board shall, if appropriate, appoint a disinterested person or committee to investigate market information and alternatives to the proposed transaction or arrangement, including obtaining comparability data when determining compensation. After exercising due diligence, the Governing Board shall determine whether OCP can obtain, with reasonable effort, a more advantageous transaction or arrangement that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Governing Board shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is: (i) in OCP's best interests; (ii) for its own benefit; and (iii) fair and reasonable. In conformity with the above determinations, the Board shall make its decision as to whether to enter into the transaction or arrangement.

7.8 Honoraria or other remuneration connected to OCP

All honoraria for speaking, teaching, consulting or training, which in any way relate to work at OCP or are derived from exposure from being an OCP Board member, employee or consultant, will go to OCP, unless otherwise determined by the ED.

7.9 Violations of the Conflict of Interest Policy

If the Board has reasonable cause to believe an interested person has failed to disclose an actual, potential, or perceived conflict of interest, it shall inform the interested person of the basis for such belief and afford the interested person an opportunity to explain the alleged failure to disclose. If, after hearing the interested person's response and after making further investigation as warranted by the circumstances, the Board determines the interested person has failed to disclose an actual, potential, or perceived conflict of interest, it shall take appropriate disciplinary and corrective action. Each Person is responsible for reporting to the Deputy ED, the ED, or the Board, as applicable, any suspected failure to disclose by any interested person, regardless of position, in accordance with OCP's [Whistleblower Policy](#).

Conduct that violates this COI Policy is always considered outside the scope of employment of any team member acting on behalf of OCP.

7.10 Confidentiality

OCP shall maintain the confidentiality of any disclosures made in connection with this COI Policy. Each team member shall exercise care not to use, publish, or disclose confidential information acquired in connection with disclosures of actual, potential, or perceived conflicts of interest during or subsequent to his or her employment, contract with OCP, participation as a volunteer, or participation as a Governing Board member.

7.11 Annual Statement

Each Governing Board member, officer, employee, contractor, subcontractor, consultant, vendor, or volunteer of OCP shall sign an annual statement which affirms that she or he:

- a. has received a copy of this COI Policy;
- b. has read and understood this COI Policy;
- c. has agreed to comply with this COI Policy; and
- d. has disclosed all actual or potential conflicts of interest.

The Executive Committee shall monitor and enforce compliance by reviewing annual statements and taking such other actions as are necessary for effective oversight.

OCP Code of Ethics and Conduct Annual Statement

Part 1 – Acknowledgment of Receipt

I hereby acknowledge that I have received a copy of OCP's Code of Ethics and Conduct.

I have read and understood the policies included in the Code of Ethics and Conduct and agree to comply with them.

Signature

Date

Printed Name

Part 2 – Disclosure of Interests

Please check ONE of the following boxes:

- ☐ I have no conflicts of interest to declare.
(Proceed to the signature block below. Do not complete the table.)
- ☐ I hereby disclose or update my actual and potential conflicts of interest.
(Complete the table below. Use additional pages as needed.)

Organization or Relationship	Description of Interest

I am not aware of any actual or potential conflict of interest except for those disclosed above.

Signature

Date

Printed Name