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SUPPLIER CODE OF CONDUCT



POLICY

SUPPLIER CODE OF CONDUCT

Title	Supplier Code of Conduct		
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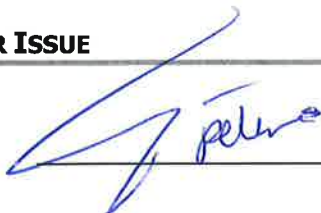
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AUTHORIZATION FOR ISSUE


Author


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Corporate Secretary

Date 27.6.18

Approved by

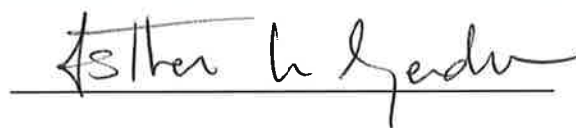

Kirk Henry

Chief Executive Officer

27/06/2018

Date

Authorized by


Esther Le Gendre

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REVISION LOG

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1. PURPOSE

In accordance with the **Public Procurement and Disposal of Public Property Act No. 1 of 2015** (hereinafter referred to 'the Procurement Act'), this Supplier Code of Conduct defines the minimum standards that suppliers providing goods/or services are required to respect and adhere to when conducting business with the National Information and Communication Technology Company Limited (iGovTT) hereinafter referred to as "The Company". This document purports to continue the implementation of the Company's commitment to combatting money-laundering, illegal labour practices and adhering to robust procurement guidelines.

This Code of Conduct also provides the foundation for the Company's ongoing evaluation of a supplier's overall Human Resources practices and legal compliance.

2. SCOPE

This policy applies to all suppliers, their subsidiaries and sub-contractors, consultants and vendors providing goods and/or services to the Company to ensure that they meet all the requirements of this Code of Conduct and the laws of Trinidad and Tobago. The standard outlined in the Code of Conduct are in addition to the provisions contained in all legal agreements between suppliers and the Company.

It is the supplier's responsibility to disseminate, educate and exercise diligence in verifying compliance with this policy to its employees, agents and sub-contractors where relevant by:

- Taking all the necessary steps to ensure that all their employees and contract workers understand and adhere to the requirements of this Code of Conduct.
- Maintaining policies, procedures, training and support to ensure compliance.
- Promoting the adherence of this Code of Conduct within their own supply chain by making it available to existing sub-contractors.

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3. POLICY STATEMENT

The Government of Trinidad and Tobago is in the process of enacting legislation which would aid in the development of legal and ethical compliance with procurement standards. There are also laws in Trinidad and Tobago which regulate how funds are to be obtained and how persons who deal with such transactions should treat suspicious transactions as well as laws mandating statutory human resources (HR) payments. The Company also requires high standards of business integrity to be displayed by all its suppliers.

The Company also recognizes that it has a responsibility to respect the confidentiality of business relationships, divulging only such information as required by law or authorized by the supplier and is careful not to disclose supplier's confidential business information to another and to therefore seek, encourage and conduct business with suppliers who act in a manner consistent with its Code of Conduct.

The Supplier Code of Conduct mandates that the Company shall only engage with Suppliers who adhere to the provisions of the relevant laws which govern the ethical and business conduct of operations in Trinidad and Tobago.

4. OBJECTIVE

The objectives of the Supplier Code of Conduct are to support the Company's procurement and legal objectives and to safeguard the Company's integrity and minimize risk.

5. LEGAL COMPLIANCE

The Company recognizes that certain suppliers may face legitimate challenges in immediately meeting every facet of this Code of Conduct. The Company is committed to working with suppliers to help them achieve adherence with the requirements of the Code of Conduct.

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Legal Requirements

Suppliers are required to comply with and adhere to the laws of the Republic of Trinidad and Tobago.

6. DUTIES OF SUPPLIERS AND CONTRACTORS

Suppliers and Contractors shall:

- i. Have the legal capacity to enter into any procurement contract for which an offer has been made;
- ii. Not be insolvent, in receivership, bankrupt or be wound up, neither should their affairs be in any way administered by a court or a judicial officer, their business activities suspended and not be the subject of legal proceedings for any of the foregoing;
- iii. Not have any directors or officers, that have been convicted of any criminal offence;
- iv. Have fulfilled their obligations to pay all required taxes and other statutory contributions in Trinidad and Tobago;
- v. Have the necessary professional and technical qualifications and competence, financial resources, equipment and other physical facilities, managerial capabilities, reliability, experience and personnel to perform the procurement contract for which the offer is made. In accordance with the Procurement Act, the Company may require the supplier who was pre-qualified to present the successful submission to certify on oath that the documentary evidence provided to demonstrate his qualifications for the particular procurement is true and correct. The Company shall disqualify a supplier if the information submitted concerning qualification, competence or other matter was materially inaccurate or incomplete in any respect such that it was deemed a misrepresentation. Consequently, the

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supplier should promptly remedy the inaccuracy or incompleteness upon the request of the procuring entity;

- vi. Meet relevant industry standards;
- vii. Possess all applicable licenses, permits and any other authorizations required, in connection with the supply of goods and/or services and to otherwise carry out their contractual obligations for the Company;
- viii. Notify the Company of any civil or criminal action brought against them whether before or after the award of contract;
- ix. Notify the Company of any fines or administrative sanctions brought against them which relate in any way to the requirements set out in this Code whether before or after the award of contract and
- x. Shall be fully responsible and liable for ensuring the accuracy of any information/documents they submit to the Company.

7. CONFIDENTIALITY

Any discussions, communications, negotiations or dialogue between the Company and a supplier, shall be confidential, and not disclosed to any third party, unless the disclosure is ordered by the Court or required by law. Suppliers who are privy to any confidential information provided by the Company, must use that information for the purpose for which the Company made it available only.

Suppliers shall not disclose or publish any information from or relating to the Company without the direct and express authorization of the Company. Information that the Suppliers shall keep confidential would include but not limited to:

- a. The terms and conditions of any agreement between the Company and the Supplier;
- b. The Company's business and marketing plans;
- c. The Company's intellectual property (trade secrets, trademarks, copyrights, patents, and other intellectual property) and technical information. Suppliers should not obtain, distribute,

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or use unlicensed copyrighted software or information of the Company without proper authorization;

- d. The Company's product plan and designs;
- e. The Company's business processes;
- f. Personal employee or contract information from the Company and
- g. Any data generated by the Company, or received by the Company from a third party, that contains or is based on confidential information.

Suppliers shall make all reasonable efforts to effectively manage the retention, maintenance, access and disclosure of the Company's confidential information. This would include the secure disposing of all confidential or highly sensitive documents. Additionally, if the Supplier is aware of any actual or potential confidentiality breach involving the Company's information, the Supplier must notify the Company in writing immediately

Know Your Customer (KYC)

On initiating a business relationship with suppliers, the Company requires the following relevant information.

Sole Proprietorship / Individuals

- i. Full Name(s)
- ii. Permanent address
- iii. Date and Place of Birth
- iv. National Identification card number
- v. Nationality
- vi. Telephone Contact
- i. A description of the type and nature of business
- vii. Completion of iGovTT's ACH Payment Form if selected
- viii. BIR Number

Corporate or Business Customers

- ii. The correct name of the business
- iii. The address of its principal place of business and registered office
- iv. The mailing address (if different from the principal address)
- v. BIR number for company

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- vi. NIS number
- vii. Telephone contact
- viii. A description of the type and nature of business
- ix. Completion of iGovTT's ACH Payment Form if selected.

Insurance Requirements

All Suppliers are required to maintain insurance during their course of engagement with the Company, which shall be appropriate at the time of award, such as Workmen's compensation & Employer's Liability, Commercial General Liability/Public Liability, Errors & Omissions/ Professional Indemnity Insurance and/or any other as deemed appropriate

8. LABOUR

The Company expects suppliers to conduct their operations in a way that respects the fundamental human rights of others, which includes but is not limited to their own workers and people working for their sub-contractors.

The Company expects that Suppliers:

- a. Set working ours, wages and overtime pay in compliance with the Labour laws of Trinidad and Tobago;
- b. Register its workers in accordance with the National Insurance Board of Trinidad and Tobago requirements and deduct the workers' share no later than the date of payment of wages and
- c. Pay workers at least the minimum legal wage or a wage that meets local industry standards, whichever is greater.

Any supplier who fails to pay any contributions, or deducts part its contribution from the employees' wages, or contravenes any other requirement of the law, commits an offence and can be debarred from working with the Company.

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Respecting Human Rights

Suppliers shall:

- Provide equal opportunities and fair treatment of workers, free from discrimination on the grounds of gender, sex, race, ethnicity, origin (including geographical origin), religion, marital status and disability;
- Provide a safe working environment in accordance with the OSH Act;
- Ensure that operations are free from child labour, specifically by ensuring that all employees are over the age of sixteen (16) and
- Ensure that employees are not prevented from exercising their right to freedom of association.

9. ETHICAL CONDUCT

Conflict of Interest

Each supplier warrants, that to the best of its knowledge after making diligent inquiry, at the date of signing the Declaration of Compliance, no conflict of interest exists or is likely to arise in the performance of its obligations.

Suppliers shall:

- Not solicit employees of iGovTT and
- Avoid situations where their personal and/or commercial interests, or the interests of their officers or employees may, or may appear to conflict with the interests of the Company

Post-Employment Restrictions

Suppliers shall advise the Company through the Chief Executive Officer (CEO), if any iGovTT employees or any other officer may have an interest of any kind in its business or any kind of economic ties with the supplier.

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Post- employment restrictions apply to current iGovTT and former staff members who participate in the procurement process, or have had prior professional dealings with the suppliers.

Suppliers are expected to refrain from offering employment to any such person(s) for a period of six (6) months following their separation from the Company and should accordingly confirm employment dates with such persons.

Gifts and Entertainment

Suppliers shall respect the Company's policy on gifts and entertainment when doing business with the Company and its employees. The offering of gifts is perfectly acceptable when what is given is modest, reasonable, appropriate and lawful. While exchanging gifts may seem like an acceptable way of reinforcing business relationships, some gifts can create the perception of an improper influence or an actual conflict of interest. In those circumstances, suppliers must not offer gifts where it would constitute or be perceived as constituting corrupt activity and impropriety.

No director, officer or employee of the Supplier, shall offer, give or promise any payment (tangible or intangible), donation, loan, subscription, advance, deposit of money, services or anything, present or promised, that would be considered as a benefit and thereby influential in the making of a decision, as specified in the **Integrity in Public Life Act 2000**.

A gift is exempt from the Gift Policy only if it qualifies as being professional in nature and provides no personal benefit to the recipient nor exceeds the value TT\$ 300.00. Suppliers must not tender cash or cash equivalents.

When offering gifts, suppliers are to notify the Company's Human Resource Department by completing a **Disclosure and Declaration Form** (attached) specifying the name of the recipient, the source of the gift, item given, approximate value of the item and the date on which it was lodged with the Human Resource Department. Within **five (5)** working days of receiving this form, the Department would then assess the gift in accordance with the policy and determine whether it is

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approved or rejected. If it is approved, the gift would be given to the recipient. If the gift is rejected, it would be returned to the supplier immediately.

Anti-Bribery and Anti-Corruption

The Company expects its suppliers to adhere to the highest standards of moral and ethical conduct, to respect local laws and not engage in any form of corrupt practices, including but not limited to extortion, fraud and bribery. Suppliers must never directly or through intermediaries offer, promise or give any gift, payment or other benefit to any person, to induce or reward improper conduct or illegitimately influence any decision by or obtain any advantage from the Company. If the Supplier believes that corrupt practices are occurring between itself and the Company, the Supplier must report the concern to the Company immediately.

10. REPORTING CONCERNS

Suppliers are expected to support the identification, investigation, addressing and reporting of any suspected or actual breaches of the requirements of this Code of Conduct. Suppliers shall not retaliate against any person or employee who makes a good faith report of violation of its Company's Supplier's Code.

11. COMPLIANCE MONITORING

Suppliers shall have established appropriate systems that they actively review, monitor and modify to ensure that they are in alignment the laws of Trinidad and Tobago and the requirements set forth in this Code of Conduct.

The Company encourages suppliers to constantly improve their business practices in accordance with the laws of Trinidad and Tobago and the principles set out in this Code of Conduct.

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The Company reserves the right to audit or have audited the in-house systems or processes of ethical Code of Conduct or any supplier with whom it does business.

The Company reserves the right to verify new and existing supplier's compliance to the requirements of the Code of Conduct through internal and/or external assessments.

Suppliers are required to:

- Provide cooperation in regards to any verification exercise linked to the Code of Conduct (be it carried out by the Company or a third party) including the granting of independent access to relevant personnel, sites, documentation and data. This is notwithstanding legitimate restrictions to commercially sensitive and/or confidential information. In the event that such information is material to the verification exercises, suppliers should aid the Company in identifying acceptable ways for safe and legitimate disclosure;
- Communicate and Demonstrate material progress towards compliance with the requirement(s) in question within a defined and reasonable timeframe and
- Bring itself into full compliance with the requirement(s) in question within a defined and reasonable timeframe.

In the event of serious, material and/or persistent non-compliance, or where suppliers otherwise demonstrate inadequate commitment, persistent inaction or lack of improvement, the Company reserves the right to terminate the business relationship with the supplier in question.

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12. DECLARATION OF COMPLIANCE FORM

Kindly complete and return this page only

To: The Tender's Secretary, National Information and Communication Technology Company Limited (iGovTT).

_____ certifies that, our Board
(print the name of your company)
of Directors and/or Executive Management have read the Code of Conduct and that;

- a) It undertakes to inform all employees and subcontractors of the company of its existence;
- b) It undertakes to comply with iGovTT's Code of Conduct; and
- c) It understands that failure to comply with the obligations as outlined in the Code of Conduct, may result in the termination of contract.

_____ (PLACE COMPANY STAMP HERE)

Dated

Signature of Managing Director/ Chief Executive Officer

For Official use:

Received by: Please print name

Date

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13. DISCLOSURE AND DECLARATION FORM

Date: _____

Supplier: _____

Employee's Name: _____

Employee's Position/Job Title: _____

Employee's Contact: _____

Recipient's Name: _____

Recipient's Position/Job Title _____

Gift/Item: _____

Source of the Gift/Item: _____

Description of Gift/Item:

Date given: _____

Approximate Value: _____

Employee's Signature: _____

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HUMAN RESOURCE COMMENTS & RECOMMENDATIONS

Official: _____

Date: _____

DECISION

Approved

Not Approved

Date: _____

Signature: _____

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