



ANTI-CORRUPTION CODE OF CONDUCT - FOR ALL MS EMPLOYEES WORLDWIDE 2008 (Whistle Blowing Policy)

01. INTRODUCTION

MS has decided to introduce a code of Conduct addressing corruption which is defined as:

“The misuse of entrusted power for private gain”

This definition is widely used and will also be adopted by MS. Corrupt practice is defined as:

“Offering, giving, receiving, or soliciting, directly or indirectly, anything of value to influence improperly the actions of another party”

The target group for the Code is **all MS** staff: MS Copenhagen, MS staff in local offices: local staff and all categories of development workers.

It is the responsibility of MS to inform Partner Organizations about this Code of Conduct. However, the partner organisations with whom MS is cooperating, sign a Partnership Agreement with a specific anti-corruption clause.

As staff and representatives of MS we are personally and collectively responsible for upholding and promoting the highest standards of ethical and professional conduct. All staff and representatives of MS shall therefore, at all times and in all circumstances, refrain from acts of misconduct and respect the organisations' fundamental values and the dignity of those whom MS pledges to assist and with whom they have contact.

As staff and representatives of MS we are also responsible for following and abiding by the Rules and Regulations of the national or international law or the applicable status agreement. Furthermore, we must abide by the international conventions signed by the host country.

02. THE PURPOSE OF THE MS ANTI-CORRUPTION CODE OF CONDUCT IS:

1. A) to make sure that we work in a responsible manner and that our behaviour and working ethics are characterised by high standards of personal and organisational integrity
2. B) to demonstrate that because MS is working with entrusted means from public and private donors it is paramount that the management of these means is responsible and sound
3. C) to safeguard MS values¹ and make sure that they will not be endangered by for example corruption or other compromising behaviour².

The Anti-Corruption Code of Conduct will be an integrated part of the introduction period of all new staff and DWs, and they all have a responsibility to familiarise themselves with the Code, its content and purpose.

¹ The core values of MS are as stated in the Corporate Staff Policy 2006: “Quality, Creativity, Respect and Influence”.

² Please refer to “Whistleblower Mechanism”

03. ANTI- CORRUPT PRACTICES

MS works with entrusted means and has an obligation to protect MS assets; therefore to avoid corruption within the organization the following is considered misconduct:

1. Misuse of MS assets (cars, computers etc.) for private use
2. Failure to disclose or show full transparency of any potential conflict of interest with supplier, any service provider, business partners or partner organization - including close family relations, shareholders arrangements and the like.
3. Acceptances or offering of any gifts or favours which are more than "token gifts" i.e. pens, trinkets, desk diaries. This also include benefits awarded to "third parties" such as spouse/partner, children etc.
4. Offering facilitation payment. By facilitation payment, also called "speed" or "grease payments", is meant payments made to secure or expedite the performance of a routine, legal or necessary action. MS applies a zero tolerance towards the payment of all types of bribes including facilitation payments, and this type of action should therefore be avoided.

However, in cases of extortion of MS staff it must be stressed that at no time staff should compromise their own safety if they feel in any way threatened. In cases of extortion or black-mailing the personnel should report immediately to management.

Family Members:

MS respects the privacy of its staff, DWs and their families and will not seek to regulate private conduct unless such conduct impairs the ability to perform work satisfactorily or if the private conduct is incompatible with the professional role as MS employee.

04. IMPLEMENTATION AND RESPONSIBILITY

All persons to whom this Code of Conduct applies are obliged to ensure and maintain an environment that prevents power abuse and promotes the implementation of these standards of behaviour. Managers at all levels have a responsibility to observe the whistleblower procedures outlined in the document "Observance of the Whistleblower"

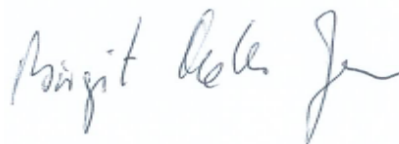
The Cooperation Committee in MS Action Aid Denmark adopted this Code of Conduct, including the Whistleblower Mechanism on 5th September 2008 .

Copenhagen 12th February 2010



Frans Mikael Jansen
Secretary General and
Chairperson

Copenhagen 12th February 2010



Birgit Møller Jensen
Shop Steward Academic Staff and
Deputy Chairperson

Annex 1: Observance of the Whistleblower Mechanism

WHISTLEBLOWER MECHANISM

05. OBSERVANCE OF THE CODE

In order to observe the Anti-corruption code of Conduct, all superiors in the organizational hierarchy are obliged to treat any report on corruption or misuse of MS assets seriously and in confidence. For a whistle blowing system to work, it is important that the whistleblower is perceived as a witness, not as a complainant/informer (i.e. traitor against the system).

The responsibility of the superior is thus to ensure that no prejudice is caused to the MS employee who puts forward any allegations of breaches to the Code. Allegations may be reported with attribution or anonymously. However, anonymous reports are much harder to investigate as it may be more difficult to ascertain the truth; anyone making an allegation is encouraged to provide some means that will allow MS to communicate with him or her.

Furthermore, full regard shall be given to the legal rights and protection of any person under suspicion before, during and after any investigation.

It should also be noted that any MS employee who notices or suspects corruption or misuse of MS assets has an obligation to report to his/her superior.

To report allegations, please provide as much information and detail as possible, including **who, what, when, where, why, and how**:

- **Who** do you think committed the corruption or fraud? Who else was implicated? Who else might have been involved?
- **What** happened? Describe the events fully and using as much relevant detail as possible.
- **When** did it happen? Provide dates, time, and how many times.
- **Where** did it happen? Include not only the city and country, but, if possible, an actual address, the name of the building, the office number.
- **How** does your allegation relate to MS business? Was MS staff involved?

06. PROCEDURES FOR REPORTING SUSPICION OR EVIDENCE OF BREACHES

In order to provide a focal point for the reporting of allegations or fraud, corruption and other violation of MS policies, the following measures will be introduced:

MS employees will have the opportunity to go to their manager/superior if they have evidence of or have a suspicion of corruption or violation of the MS Anti-Corruption code of Conduct. If you suspect your immediate manager/supervisor you should go to his/her immediate manager/supervisor. According to the MS organizational structure the highest authority in the organization is the Chairman of the Board.

DWs Advisors, Inspirators and MS staff working at in national AA programmes have to notice evidence or suspicion of corruption to the national AA country director or, if appropriate, to AAI Head of Internal Audit. The whistleblower also has to inform MS ActionAid Denmark by sending a copy of the case description and the name of the person, the case has been addressed to. whistleblowing@ms.dk.

This figure indicates the different levels in the organisational structure:

Staff working	in MS ActionAid Denmark	in national AA programmes
Level 3:	Chairman of the Board	
Level 2:	Secretary General	AAI Head of Internal Audit
Level 1:	Directors	Country Director

When in doubt on how to interpret the Code of Conduct or other aspects of professional or private conduct, MS employees may also use his/her manager/superior or shop steward to seek advice and discuss what is considered proper conduct.

The manager/superior is responsible for:

- Interviewing the person submitting the allegation
- Conducting a preliminary document review
- Recommending whether a full investigation is to be conducted based on the interviews and preliminary document review

For staff working in national ActionAid programmes, the person receiving the case will follow ActionAid procedure e.g. establishing an investigation committee.

If the whistleblower chooses to reveal his/her name but still prefers confidentiality, MS will not reveal his/her name or reveal any information that may disclose his/her identity to the investigation team. If the witness has reported in good faith and subsequently allows MS to use his/her name, MS will clearly signal that retaliation measures (formal and informal) are not accepted.

If the whistleblower needs support in the process he/she may involve the shop-steward/DW representative/staff representative.

07. INVESTIGATION OF ALLEGATIONS

According to MS' procedures the following is to be investigated:

- Whether any criminal prosecution is likely or desired and how the investigation should proceed such that this end is not compromised. Local circumstances may dictate when the police are to be involved.
- The recovery of losses incurred by MS taking action through the courts
- If and how to dismiss employees in order to minimise the knock on effect of that action .
- What action is to be taken to prevent reoccurrence of the fraud.

Every investigation should result in a written report. In this report, management must disclose full details of their findings. Significant cases of fraud (i.e.> DKK 10.000) must be reported to MS Denmark administration department immediately. For cases reported by staff working in national ActionAid programmes, MS ActionAid Denmark administration will request the conclusion report from AAI's Head of internal audit.

Otherwise all incidents, whatever their level of materiality must be reported at the end of the financial year in an annual statement to the administration department in MS ActionAid Denmark at whistleblowing@ms.dk. This department is in the best position to gather and assimilate information on the occurrence of frauds in MS ActionAid Denmark.

MS ActionAid Denmark Administration department will report once a year to the MS ActionAid Denmark board and AAI Head of Internal Audit all registered cases wherever they happen in an overview form including date, geographical location, short description, amount, outcome and date of closure ”

Timetable:

Dealing effectively with suspected fraud involves prompt action. Whilst it is not possible to define a rigid timetable to be followed for all fraud investigations, there are clearly certain standards for swift action that should be achieved. The following minimum time frame has therefore been established. In many cases straightforward fraud should be resolved in a much shorter time frame.

Action in case of fraud	Minimum time frame
Fraud or suspected fraud identified	Day 0
Notification to senior management	Maximum within 3 days
Initiation of fraud investigation	Within 10 days
Verbal findings of fraud investigation to senior management	Within 20 days
Written report on investigation	Within 30 days
Management action	Within 60 days
Implementation of recommendation to prevent repeat of fraud	within 180 days

08. PROTECTION AGAINST FALSE ALLEGATIONS

Whistle blowing can be a double-edged sword and it is necessary to protect persons and organizations against allegations not made in good faith. MS will therefore apply appropriate sanctions against such allegations. Whistleblowers should not be punished unless it is found out that they deliberately made malicious allegations.