

# CODE OF CONDUCT

"Transparency International" Lithuanian Chapter (TILC) is a fully accredited member of the Transparency International movement. Since its inception in 2000 TILC has remained a non-governmental, non-profit organization that cooperates with both governmental and non-governmental organizations in Lithuania and abroad.

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## 1. INTRODUCTION

This Code of Conduct of TILC is based on the Code of Conduct, Code of Ethical Advocacy, Conflict of Interest Policy of the whole “Transparency International” (TI) movement and the general principles of TI. The whole team of TILC was directly involved in preparing this Code of Conduct. Members of TILC are committed to the highest standards of integrity and accountability, operate without neglecting the essential values of TI and advocate that others to abide by such standards.

## 2. THE SCOPE OF TILC’S CODE OF CONDUCT

This Code of Conduct applies to staff members, council members and shareholders of TILC. It is expected that interns, volunteers and other individuals who are hired by TILC for intellectual work, and for the delivery of products or services will also abide by this Code of Conduct to the extent that it relates to their tasks.

## 3. GENERAL PRINCIPLES OF TILC

### *Our vision*

A Lithuania whose inhabitants feel the true owners of their own country.

### *Our basic principles*

As developers of partnerships, we seek to cooperate with all individuals and groups, with for-profit and non-profit organizations, governments and international organizations that are committed to the fight against corruption, to the extent that it is in line with our organization's strategic activities and priorities.

We undertake to be open, honest and accountable.

We undertake to be democratic and politically impartial.

We condemn all identified cases of corruption.

We undertake that the positions that our organization takes always be based on our own values, on reliable, objective and professional analysis and on research of the highest standards. We shall always disseminate information that has met these standards.

We shall accept and seek only such funding as will not interfere with our activities nor compromise the independence of our work. We shall not accept nor seek funding from sources which are, or can be perceived to be, unethical according to our assessment.

We undertake to respect fundamental human rights and freedoms, and encourage others to respect them as well.

We shall seek a gender balance in hiring staff members and forming governing bodies of TILC.

## **4. GENERAL PRACTICAL GUIDANCE**

### **4.1. Assurance of Good Governance**

We seek that our funding sources, participation in public procurements and the participation of TILC or its employees in governing other legal entities does not compromise the independence of TILC. Therefore, the Executive Director of TILS commits to informing shareholders regarding:

- a. The signing of contracts whose duration is longer than 2 years;
- b. The signing of contracts whose value exceeds 10 percent threshold compared to the previous financial year of TILC;
- c. TILC's decision to participate in public procurement processes whose value exceeds 10 percent threshold compared to the previous financial year of TILC;
- d. the participation of TILC as a legal person or TILC's staff members in governing other legal entities.

### **4.2. Relations between the chapters of "Transparency International"**

When forming the positions of TILC and in carrying out our activities, we shall actively consult with the TI chapters which may be affected by these positions or our other activities.

We commit to seek cooperation amongst the TI national chapters and other individual members of the movement worldwide. As a single global movement, we stand in solidarity with other TI chapters and commit to refrain from actions that could cause harm of any nature to any of the chapters or the movement as a whole.

### **4.3. Employee relations**

We shall treat each other with respect and consideration.

We shall sincerely and collegially communicate and consult with each other, with the aim to help each of us to accurately and efficiently carry out our duties and responsibilities.

We shall respect the privacy and private life of our colleagues. If the need arises to work with the personal information of our colleagues, we shall do so only for the purposes for which it has been agreed in advance and we shall not disclose it to anyone, except for instances provided by law.

We shall seek to involve the staff members in all decision-making to the extent possible.

## **5. POLICY ON CONFLICTS OF INTERESTS**

### **5.3.1. General policy**

Possible instances of conflicts of interests may arise between our personal interests and those of TILC or the interests of another TI chapter. We commit to disclose such a conflict and deal with it in a transparent manner, taking into account the provisions of this Code of Conduct, as well as to refrain from decision-making or voting if this would cause a conflict of interest.

Ethical violations of individuals representing TILC can compromise TILC's efforts to raise the ethical standards of state officials, businessmen and other individuals. It is therefore necessary that everyone associated with TILC would always think about whether their actions will not cause a conflict of interest or the appearance of such a conflict.

### **5.3.2. Declaring one's interest**

Council members, shareholders and staff members of TILC must declare any financial or non-financial interests that may lead to a real or perceived conflict of interests or could be seen as likely to lead to such a conflict. Such interests are declared and these declarations are made publicly available online at [www.transparency.lt](http://www.transparency.lt).

If such public declaration risks endangering the personal safety of a council member, shareholder or staff member of TILC or risks having other significant adverse effects, the declaration must be submitted to the Executive Director of TILC, who must keep it to himself and maintain its confidentiality. In such cases, the publicly accessible declaration should indicate that a part of this declaration is not public.

### **5.3.3. Contracts for paid employment and paid consultation**

Staff members of TILC (including executives) may be recruited by other organizations or undertake paid work. In such case, if the work is associated with the work area of TILC it is necessary to get an explicit agreement from the Executive Director (in case of employment by the Executive Director – the agreement from the shareholders); in all other cases – the Executive Director must in advance receive a simple notification about the fact of employment.

Council members and shareholders of TILC, companies or other organizations of which they are shareholders / board members, can carry out paid work for TILC only with the prior approval by the shareholders of TILC. In such cases, the council member or shareholder in question must withdraw from all decisions of the Council or the General Assembly of TILC that are related to his or hers work.

Staff members of TILC, companies or other organizations with whom they are associated, may apply and compete for paid work offered by TILC on the understanding that they do not benefit from any advantages over other competitors. They may not use confidential information to their advantage and must do everything in their power to avoid any doubts that they gained any advantages from this confidential information.

### **5.3.4. Recruitment, hiring and procurement procedures**

We are committed to carrying out fair, objective and impartial recruitment, hiring and purchasing procedures. In addition we stress that:

- 1) relatives, friends and organizations with which we, our relatives or friends are connected, shall not benefit from favorable treatment;
- 2) we shall not recruit and shall not come into contract with our closest relatives (spouses, partners, parents, children, brothers and sisters), as well as with the closest relatives of Council members and shareholders of TILC without explicit approval of the shareholders; in the case of shareholders - without an explicit approval by the Council.

### **5.3.5. How to handle potential conflicts of interests**

Potential conflicts of interests shall be identified by the person in the position of potential arise, notwithstanding the right of other staff members or representatives of TILC to inform and report as soon as they notice a possible conflict of interest.

Potential conflicts of interests are reported to the Executive Director of TILC. When it is the Executive Director in the position of potential conflict of interest, the staff members shall notify the shareholders. When this is not possible they shall report it to the Chairman of the Council of TILC. The Executive Director of TILC reports his or her potential conflicts of interests to the shareholders.

Reported potential conflicts of interests must be assessed by the person / persons to whom they are reported according to this Code of Conduct. After evaluating the report it may be determined that (1) a conflict exists such that the person in conflict should not continue with the activity that is reported; or that (2) he / she may continue such activity, provided he / she does not participate in the making of TILC's decisions that are connected with the subject or activity that gave rise to the conflict.

In case a person leaves TILC for employment within an institution whose work he / she was seeking to affect when working for TILC, we shall try to avoid any actual or perceived conflicts of interests and seek to act in a way that does not lead to any negative consequences for TILC.

## **6. POLICY ON GIFTS AND ENTERTAINMENT**

Staff members of TILC do not accept presents, hospitality, entertainment, loans or acknowledgments in any form, regardless of the value of such gifts, when this kind of gesture could give the impression of or lead to reasonable doubt about influencing TILC as a whole, or influencing any individual employees, in order to affect the ongoing advocacy of TILC, impact decision-making, or purchasing procedures of goods and services. Such gifts or services are rejected or returned to the provider.

Gifts and hospitality received by TILC or its staff members are registered in the Gift Registry of TILC that is made available publicly online at [www.transparency.it](http://www.transparency.it).

All gifts presented to representatives of TILC are deemed to be the ownership of TILC, unless decided otherwise by the Executive Director (if the gift is presented to the Executive Director - the decision is made by the Chairman of the Council).

Any hospitality shown by TILC has to be reasonable, based on good will and socially acceptable.

## **7. OFFICIAL TRIPS AND TI PROPERTY**

Official trips that staff members of TILC embark upon are directly related to their duties and can take place only if they are directly related to the activities of TILC. Only economical and reasonable official trips are reimbursed, only economy class plane tickets are covered (unless Executive Director of TILC or the representative of shareholders decides otherwise; the shareholders decide when Executive Directors trips are in question).

We seek to use TILC resources efficiently. The property under TILC's control will be used exclusively for the purpose of reaching the goals set for TILC and for no any other purpose.

If a personal trip is taken in connection with an official trip the Executive Director of TILC must be informed prior to the trip. In such case the traveler covers all the additional expenses related to the personal trip.

## **8. PRIVATE ACTIVITIES**

We shall not participate in activities and shall not take responsibilities or functions, neither paid nor unpaid, that are incompatible with or could distract attention from the proper performance of our duties; or that could damage the reputation of TILC or the global TI movement. We shall handle our personal affairs in a manner that risks no harm to the reputation of TILC.

We shall not use professional relationships made through TILC in order to solicit or obtain favors or other benefits in our private life.

We shall ensure that the political affiliation and/or activities of our staff members or service providers does not create undue influence nor compromise our political neutrality, which is the trademark feature of TILC and the whole TI movement.

## **9. CONFIDENTIALITY AND TRANSPARENCY**

Staff member, shareholders and the Council members of TILC shall deem confidential any information that by nature requires this or when this is expressly required and shall handle it accordingly. Confidentiality shall be respected by staff, shareholders and council members even after leaving TILC.

We commit to act with transparency while complying with the above provisions on confidentiality.

## **10. RAISING INQUIRIES / WHISTLEBLOWERS' PROTECTION**

TILC promotes an open dialogue on all issues within the organization.

No one will be discriminated against, punished or reprimanded expressing concerns related to the Code of Conduct, regardless of whether it was subsequently determined that the complaint was valid and reasonable or not.

The staff members or other persons if they do not wish to express concern to the person who is the reason of this concern may approach the Executive Director of TILC directly. The Executive Director may be approached with any concerns relating to the conduct of staff members of TILC or the application of the Code of Conduct.

When this is not possible or when the report is about the Executive Director of TILC it is recommended to report to at least one of the shareholders, or if this is not possible for objective reasons, the Chairman of the Council.

If the report deals with the conduct of members of the Council it is recommended to address the report to the Executive Director of TILC and to at least one of the shareholders. If the report deals with the conduct of the shareholders it is recommended to report to the other shareholders (who are unrelated to the report) and to the Executive Director of TILC.

## **11. THE IMPACT ON DECISION MAKING**

When we seek to influence public policy makers and organizations we shall always inform them that we strive to make such influence under the name of TILC. We shall always seek to influence in a transparent and accountable manner.

We shall publicly disclose our efforts to influence decision makers and politicians, and publish the information about any meetings we have with them on our website, disclosing our proposals to the lawmakers.

We shall also publish information about any networks or associations in which TILC holds a formal membership or with which TILC is cooperating.

## **12. PUBLIC STATEMENTS**

Staff members, Council members and shareholders of TILC when communicating as representatives of TILC have to provide positions that are in conformity with TILC strategy.

## **13. IMPLEMENTATION OF THIS CODE OF CONDUCT AND AMENDMENTS**

The Executive Director of TILC actively encourages dialogue within the organization on ethical issues, consults staff members and ensures that the organization's activities are consistent with the provisions of the Code of Conduct.

This Code of Conduct is public on the official website of TILC, all staff members, Council members and shareholders are introduced to it.

The Executive Director of TILC constantly observes whether the provisions of this Code of Conduct are in line with the actual situation within the organization and when the need arises initiates a review. All staff members of TILC that have ideas or comments to this Code of Conduct may at any point refer these to the Executive Director of TILC who shall consider the proposed amendments and if deems fit initiates the amendments of the Code of Conduct.

This Code of Conduct is adopted and can be amended accordingly by the decision of the shareholders, after prior approval by  $\frac{2}{3}$  of staff members of TILC.