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## AATF Anti-corruption Policy

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### Preamble

WHEREAS, AATF Management has a duty to protect the grants under its control against fraud and corruption. Consequently, in carrying out its responsibilities the Management is committed to the highest standards of accountability, openness and integrity. The Management expects the African Agricultural Technology Foundation ('AATF') employees at all levels to lead by example in ensuring adherence to legal requirements, and the rules, policies, and procedures that promote the principles of good governance; and

WHEREAS, this Anti-corruption Policy ('Policy') sets out the responsibilities of individuals at all levels of the organisation, and how the Management will manage risks that are associated with breach of this Policy and the protocols that are in place to:

- encourage prevention;
- promote detection; and
- investigate allegations of breach of this Policy and take remedial action where appropriate; and

WHEREAS, breach of this Policy is contrary to AATF's core values: Integrity, Dedication, and Accessibility ('IDA'). AATF recognises the adverse effect that such breach could have on its activities and operations and is committed to preventing them and taking robust action if they occur. In particular, AATF is committed to preventing:

- fraud and corruption perpetrated by AATF staff members and non-staff employees;
- fraud perpetrated against AATF by cooperating partners, suppliers or other third parties; and
- any collusive practices among any such parties; and

WHEREAS, AATF is committed to transparency and accountability in the management of its resources to ensure effective fulfilment of its strategic objectives. To this end, this Policy seeks to prevent fraudulent, corrupt and/or collusive practices through:

- appropriate internal checks and balances;
- staff training and awareness;
- due diligence practices in the recruitment of AATF staff members, non-staff employees and the hiring of contractors; and
- effective internal and external auditing controls; and

WHEREAS, this Policy reflects the principles underlying the donors' policies against corruption and the principles set out in various AATF policies and procedures manuals; and

WHEREAS, AATF has zero tolerance for fraud, corruption and collusive practices. It accordingly does not, and shall not, tolerate any breach of this Policy in the course of its activities or operations; and

NOW THEREFORE, the AATF hereby adopts this Policy.

### **Prompt Reporting**

1. Reports of any breach of this Policy, or any attempts thereof, should be promptly conveyed to the Executive Director or to the Board of Trustees.

### **Objectives**

2. The objectives of this Policy are to ensure that:
  - a) AATF takes robust measures to prevent fraudulent, corrupt and/or collusive practices;
  - b) AATF staff members and non-staff employees adhere to the highest standards of integrity;
  - c) contractual arrangements and partnerships with suppliers of goods and services, other contractors and cooperating partners are not tainted by fraudulent, corrupt and/or collusive practices;
  - d) breach of this Policy is promptly detected and reported, and subjected to complete and independent investigation;
  - e) any person or entity found to have engaged in breach of this Policy is the object of sanctions; and
  - f) action to recover misappropriated funds or losses caused by breach of this Policy is taken promptly.

### **Scope**

3. This Policy applies to all activities and operations of AATF, including:
  - a) any project funded by AATF; and
  - b) any project implemented by AATF directly or through a cooperating partner.
4. This Policy applies to all AATF regular staff members and non-regular staff members, including but not limited to:
  - a) consultants;
  - b) temporary assistance personnel; and
  - c) interns.
5. Contractual arrangements between AATF and cooperating partners, suppliers or other parties shall prohibit fraudulent, corrupt and/or collusive practices and refer to this Policy.

### **Definitions**

6. The following definitions shall apply in this Policy:
  - a) **Fraud:** An intentional act of dishonesty by one or more individuals, internal or external to AATF, with the intent of making a gain for themselves or anyone else, or inflicting a loss (or risk of loss) on another. The main offences include but are not limited to:
    - i) false representation;
    - ii) failing to disclose information;
    - iii) abuse of position; or
    - iv) obtaining services dishonestly.

- b) **Corruption:** The offering, giving, soliciting or acceptance of an inducement or reward which may influence the action of an individual or organisation. This offence also includes acting without integrity or failure to disclose conflict of interest.
- c) **Collusive practice:** Arrangement among two or more parties designed to achieve an improper purpose, including but not limited to influencing improperly the actions of another party or engaging in price-fixing.

## **Measures to prevent breach of this Policy**

### **Internal control systems**

7. Consistent with existing systems in place under applicable AATF regulations, rules, manuals and policies, the Executive Director of AATF shall prevent and detect breach of this Policy by:
- a) identifying areas of operations that are more vulnerable to the risk of fraudulent, corrupt and/or collusive practices;
  - b) implementing and monitoring robust risk management and internal control systems that are easily accessible by internal and external auditors;
  - c) ensuring the monitoring of risks on an ongoing basis and regularly assessing the effectiveness of the internal controls;
  - d) ensuring the maintenance on file records of transactions in accordance with AATF requirements; and
  - e) ensuring the conduct of staff and employee training on internal control systems to prevent, detect and report breach of this Policy.

### **External audit**

8. Pursuant to AATF policies governing external audit, the External Auditor provides external oversight for AATF. The External Auditor is under the obligation to report any cases of fraud or presumptive fraud or wasteful or improper expenditure of AATF's money or other assets, thereby contributing to the objectives of this Policy.

### **Risk Management Committee**

9. It is generally accepted that the full Board of Trustees has overall responsibility for risk oversight. One of the purposes of the Board as stated in the AATF Board Manual is that:

‘Its role shall be to ensure that the future well-being of AATF is not jeopardised by exposing its financial resources, its staff or its credibility to imprudent risks’.

10. By establishing a Risk Management Committee (the "Committee"), AATF Management aims to provide the Board with an understanding of the critical risks inherent in the Foundation's strategy. The Board will find useful information about the critical assumptions underlying that strategy that will enable it to remain alert to organisational dysfunctions that can lead to excessive risk taking. The Board will therefore be in a position to provide input to Executive Management regarding critical risk issues on a timely basis.

11. The risk oversight process enables the Board and Management to develop a mutual understanding regarding the risks the Foundation faces over time.

12. The purpose of the Committee is definitely to assist the Board of Trustees in fulfilling its oversight responsibilities with regard to the risk appetite of the Foundation and the risk management and compliance framework and the governance structure that supports it.

13. Risk appetite is defined as the level and type of risk the Foundation is able and willing to assume in its exposures and business activities, given its business objectives and obligations to stakeholders.

14. The Committee may meet in joint session with the Audit Committee of the Board from time to time to discuss areas of common interest and significant matters including, but not limited to, major investment portfolio issues, frauds, major regulatory enforcement actions, major litigation or whistle-blower matters, and systemic technology issues.

#### **Procurement**

15. In addition to the guidance provided by the AATF Procurement Policies and Procedures Manual, AATF regular staff members and non-regular staff members involved in the procurement process shall:

- a) obtain accurate information on the business profile of any party involved in the procurement process;
- b) ensure that contractual agreements with suppliers of goods and services prohibit fraudulent, corrupt and/or collusive practices and refer to this Policy;
- c) exercise due diligence in verifying that any contractor has not engaged in, and is not engaging in, any breach of this Policy;
- d) promptly report to the Executive Director any practice that is, or is reasonably suspected of being, contrary to this Policy, and
- e) immediately cease any dealings with any party who is acting contrary to this Policy.

#### **Due diligence in recruitment**

16. The Head of Human Resources shall, consistent with applicable human resource policies and procedures and other provisions, conduct due diligence and exercise due care during any recruitment processes for staff members, regardless of rank or length of service.

#### **Roles and responsibilities of AATF staff members**

17. Roles and responsibilities applicable to AATF staff members shall include the obligation to:

- a) adhere to the standards of conduct set forth in the Human Resource Policies and Procedures Manual, and the provisions of contractual agreements entered into with AATF;
- b) act at all times in accordance with the highest standards of integrity;
- c) under no circumstances engage in, condone or facilitate, or appear to condone or facilitate, any breach of this Policy in the course of the activities and operations of AATF;
- d) refrain from participating in any situation that may give rise to any conflict of interest;
- e) avoid any use of the funds, resources and/or assets of AATF that is contrary to this Policy;
- f) detect, prevent and report any breach of this Policy, or any attempts thereof, in accordance with this Policy;
- g) exercise due care in managing the funds, resources and/or assets of AATF, applying established risk-control mechanisms to mitigate the risk of breach of this Policy; and
- h) promptly report to the Executive Director any practice contrary, or reasonably suspected of being contrary, to this Policy, or any attempts thereof.

### **What is a conflict of interest?**

18. A conflict of interest can be defined as any situation in which a staff member's personal interests or responsibilities owed to another person or entity, may or may appear to influence the staff member's decision making.

19. Conflicts of interest arise when the interests of staff members, or persons connected with the staff member are incompatible or in competition with the interests of AATF. Such situations present a risk that staff members will make decisions based on these external influences, rather than the best interests of AATF.

### **How to identify a conflict of interest**

20. AATF procurement and recruitment meetings must have a standard agenda item at the beginning of each meeting to allow staff members to declare any actual or potential conflicts of interest.

21. The Head of Human Resources must keep a Register of Conflicts of Interests (Appendix A) that must be updated at every procurement and recruitment meeting. The Register of Conflicts of Interest (Appendix A) will be maintained for the purpose of identifying and recording conflicts. This will be circulated at each meeting and should be completed by an affected staff member in respect of any item on the agenda for that specific meeting.

### **How to deal with a conflict of interest**

22. Once a conflict of interest is identified, prevent it from affecting the staff member's decision-making by:

- a) finding an alternative way forward which does not involve the conflict of interest;
- b) taking appropriate steps to manage the conflict, which means that the staff member affected does not take part in discussions and decisions about the issue.
- c) The staff member is required to follow any instructions on managing the conflict of interest.

### **How to record a conflict of interest**

23. AATF will keep a written record of the conflict of interest and how it dealt with it in the minutes of the procurement or recruitment meeting explaining:

- a) what the conflict of interest was;
- b) which staff member was affected;
- c) if the conflict of interest was declared in advance;
- d) an outline of the discussion;
- e) if anyone withdrew from the discussion;
- f) how the decision was made in the Foundation's best interests.

### **AATF Directors and Managers**

24. AATF Managers shall additionally be expected to:

- a) monitor and assess any internal and external risks of breach of this Policy and employ existing risk-control mechanisms to prevent such breach or propose additional mechanisms where appropriate;
- b) raise awareness of risks of breach of this Policy through ongoing training of, and guidance to, staff members;
- c) adhere to the terms of this Policy in exercising their delegated authority to enter into contractual arrangements with any cooperating partners, suppliers and/or other third parties; and disclose any financial interests, outside activities and honours, decorations, favours, gifts or remunerations.
- d) take prompt and reasonable action to recover misappropriated funds or losses caused by breach of this Policy.

#### **Accountability**

25. Each AATF staff member shall be accountable for:

- a) failing to satisfy his or her respective obligations pursuant to this Policy; or
- b) knowingly condoning or facilitating any practice that is contrary to this Policy.

26. Any such case shall be considered gross misconduct and result in disciplinary action under the Human Resource Policies and Procedures Manual.

#### **Training and disclosure programme**

27. AATF shall develop and conduct a training and disclosure programme aimed at:

- a) increasing awareness of the risks of breach of this Policy; and
- b) developing skills for understanding, detecting, preventing and reporting such breach.

28. Participation in such programme shall be mandatory for all AATF staff members. In addition, AATF shall implement ongoing employee training tailored to specific positions within AATF, with the aim of enabling such employees to detect, prevent and promptly report any practices that are contrary to this Policy.

#### **Reporting procedures**

29. As stated above, all persons to whom this Policy applies shall report promptly any action or practice that is or may be in breach of this Policy, or any attempts thereof, in accordance with the procedures outlined in this Policy.

30. Each AATF staff member is required to report promptly any reasonably suspected case of breach of this Policy, or any related attempts of such breach, to his or her manager or to the Executive Director or Board of Trustees if confidentiality is desired.

31. In the event of uncertainty as to whether any act or omission constitutes a breach of this Policy, the Executive Director or Board of Trustees should be contacted for guidance.

32. In making their reports in good faith, individuals are discharging their duty to protect and serve AATF. AATF will therefore respect, protect and keep confidential the identity of individuals who make such reports, and must ensure that there is no retaliation against them. Breaches in this regard will be treated as gross misconduct and will be subject to the disciplinary provisions of the Human Resource Policies and Procedures Manual.

33. If a situation arises where the matter cannot be resolved without revealing the whistleblower's identity, AATF would first discuss with him/her whether, and how best, to proceed.

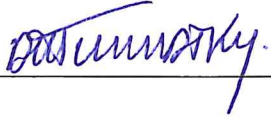
**Informing Board of Trustees and Funder**

34. The Executive Director will advise and keep advised the funder of any allegations of breach of this Policy that involve their funds and also advise the Board Chair or the Board Audit Committee so the Board is informed.

**Recovery of funds and Annual Report**

35. AATF may seek recovery of AATF funds and/or property using all means at its disposal, including through legal action.

36. AATF shall issue an annual report on cases dealt with and actions taken under this Policy.

Signed: 

Executive Director

AATF

Date: 03/07/2019

Signed: 

Board Chair

AATF

Date: July 1, 2019

**Appendix A**  
**Register of Conflicts of Interest**

Date identified	Name of Staff Member	Details of conflict	How notified	Action taken	Follow up required (Y/N)	Date resolved

**Acknowledged:**

Employee name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_