



CODE OF CONDUCT FOR COUNCIL'S EMPLOYEES

1. Preamble

The National Bargaining Council for the Road Freight and Logistics Industry ("Council") is established in terms of Section 27 of the Labour Relations Act 66 of 1995. Council is constituted by the party employer organisations, and party trade unions.

This Code of Conduct for Employees ("Code") is intended to provide guidance to Council employees so as to help them recognise and deal with ethical issues, provide mechanisms to report possible unethical conduct and foster a culture of honesty and accountability. It further provides guidelines for professional conduct and responsible behaviour of employees, and it requires employees to conduct themselves with dignity, honesty, integrity, and respect when interacting with colleagues, industry members, and the general public.

Council's employees are the custodians of this Code. The responsibility to communicate, implement, and monitor compliance with this Code is that of Council's Senior Management and Line Managers. In addition, all Council's employees have a role in the compliance and monitoring of this Code.

This Code shall be made available to all employees, and it must be discussed during the induction with all new employees who will accept the obligation to read it and apply by means of their signature in the acknowledge of receipt form.

2. Purpose

The purpose of this Code is to ensure and regulate the standards of honesty, integrity and ethical behaviour expected of employees, encourage the observance of those standards so as to protect and promote the interests of the stakeholders, to provide guidance to employees so as to maintain the confidence of stakeholders, to promote good business conduct and maintain a healthy culture that engenders transparency and fairness.

This Code will serve as a fundamental framework for ethical behavior at Council and interactions with stakeholders. It must be utilised as an important reference document for employees when they are personally confronted with any issue of ethical nature and to provide context and meaning to their day-to-day activities within their functional areas.

3. Scope and Application

This Code is applicable to all employees of Council. All employees shall therefore acquaint themselves with this Code especially with regard to their fiduciary responsibilities whilst also promoting the Council's legitimate interest.

For the purposes of this Code, an employee means a person employed by Council either permanently or on a fixed term contract basis including the temporary employees whilst in the employ of Council.

4. Ethics Principles

- 4.1. The following ethical principles are aimed at determining and directing the standard of conduct of all Council's employees within the frame of reference. Employees shall:
 - 4.1.1. Ensure that their personal interests and their duty to Council are not brought into conflict;
 - 4.1.2. Conduct themselves in a professional and respectful manner and not take improper advantage of their position;
 - 4.1.3. Inform Council, at the earliest opportunity, of any existing or potential conflict.
 - 4.1.4. Not exploit any Council opportunities for their own personal gain;
 - 4.1.5. Not directly or indirectly acquire or pursue any Council related business opportunities for their own personal benefit, to which Council has expressed interest;
 - 4.1.6. Not cause harm or act in a manner that could cause harm to the assets, equipment, or property of Council;
 - 4.1.7. Adhere to the Constitution of the Republic of South Africa as an over-arching supreme law;
 - 4.1.8. Adhere to all the applicable laws, statutes, and regulations as well as the Council's governance frameworks and related policies;
 - 4.1.9. Act to enhance, protect and maintain the reputation of Council;
 - 4.1.10. Strive to contribute towards the stability of Council;

- 4.1.11. Take reasonable care to safeguard the assets of Council, its physical premises, equipment, and facilities as well as the records and information.
- 4.1.12. Use assets of Council in a safe, ethical, and lawful manner as well as for legitimate business purposes and not personal gain or opportunity;
- 4.1.13. Use Council's assets for Council related activities only and not for personal gain or advantage;
- 4.1.14. Not engage on any purchasing of assets of Council unless the relevant policy authorises them to do so;
- 4.1.15. Refrain from any form of unfair discrimination that infringes on the values enshrined in the Constitution of the Republic of South Africa as well as the provision of any legislation and regulations applicable to Council;
- 4.1.16. Refrain from communicating with the media regarding any Council matter unless authorised to do so;
- 4.1.17. Refrain from nepotism, undue favoritism, violence against internal and external stakeholders and harassment, including but not limited to sexual harassment. For the purposes of this Code, nepotism means being part of recruitment or procurement process whereby your friend, partner, family member and/or relatives are being considered for employment or business opportunities within Council;
- 4.1.18. Refrain from manipulating systems for improper use or personal gain;
- 4.1.19. Continuously offer quality services that meet or exceed the standards of the stakeholders; and
- 4.1.20. Perform their duties diligently at all times and exercise due care and skill, which can reasonably be expected of a person with their knowledge and experience in their position, and also exercise their duties and act in the best interests of Council.

5. Responsibility Regarding Gifts, Business Courtesies and Bribery

5.1. Employees shall:

- 5.1.1. Recognise the importance of conducting business in a responsible manner and avoid situations that may compromise them or be negatively influenced in their decision making within their scope by accepting or offering bribes, business courtesies and gifts to gain favours;

- 5.1.2. Not accept any cash or non-cash gifts if the impression is created that an improper business advantage could be secured. Likewise, cash or non-cash gifts or entertainment and business courtesies should not be offered to employees if the same impression could be created;
- 5.1.3. Avoid competing with the interests of Council;
- 5.1.4. May not use their position to request or solicit or accept any reward, gift or favour for voting or not voting in a particular manner on any matter before them, persuading Council's governance structures in regard to the exercise of any power, function or duty, making a representation to Council's governance structures or disclosing privileged or confidential information;
- 5.1.5. Accept business courtesies through Council prescribed process;
- 5.1.6. Refuse and report any offer of a bribe or other potential corruption emanating from any source;
- 5.1.7. Refrain from any attempt to influence persons in any office to obtain any improper gain or advantage; and
- 5.1.8. Not offer any fellow employee any item of value as defined in the approved Gifts and Entertainment Policy of Council, including money, in return for a certain action or inaction by such employee.

6. Disclosure of Interest in conflict with the business of Council

- 6.1. Employees shall:
 - 6.1.1. Avoid conflict of interest or relationships which conflict with the interests of Council or which divide their loyalty to Council and/or disclose to Council, a conflict in relation to any activity that creates or appears to create a conflict between their interests and that of Council. A conflict of interest occurs when an individual's private interest interferes in any way with the interests of Council;
 - 6.1.2. Disclose to Council any direct or indirect personal or private business interest that he or she or a spouse, partner or business associate may have in any matter before governance structures of Council;
 - 6.1.3. Use their prudent judgement to abstain from all situations, decisions or relationships which give or could give rise to conflict of interest or appear to conflict with their duties and inform Council at the earlier opportunity of any existing or potential conflict of interest situation;

- 6.1.4. Declare at all times the nature and extent of any conflict of interests, whether direct or indirect, or whether actual or potential, with Council, and where so required, to abstain from voting on any resolution proposed in connection with contracts or dealings in which they have conflict of interest and must recuse themselves on discussions related to such matter;
- 6.1.5. Ensure that the relationships with prospective and existing suppliers, contractors, customers, competitors, and regulators does not affect their independence and sound judgment when acting on behalf of Council; and
- 6.1.6. Take all reasonable steps to prevent any potential or actual conflict of interests. If such a conflict of interest arises, they must disclose it by means of completing a declaration of interest form.

General Declaration

6.2. Employees must disclose and declare:

- At the time of appointment as an employee of Council;
- Thereafter, annually in the first month of the financial year;
- At any time, any personal financial or other interest in advance; and

By delivering to Council (via Secretariat) a notice in writing setting out the nature and extent of that interest, to be used generally for the purposes of this section until changed or withdrawn by further written notice from that employee.

Specific Declaration

- 6.3. Employees must disclose and declare, at the beginning of each meeting of the governance structures of Council, whether they have any conflict of interest in respect of any matter(s) on the agenda. Any such conflicts must be proactively managed as determined by the governance structures of Council and subject to legal provisions.

Third-Party Reporting of Conflict of Interest

- 6.4. Council may be advised of actual or perceived conflicts of Interests, from time to time, by either internal or external parties. In such instance, Council must advise employees of the reported conflict and provide the implicated employee at least seven (7) working days to respond to the alleged conflict. Council may, at its own discretion, investigate the alleged conflict of interest, but will reserve a finding until such time that the implicated employee had an opportunity to

respond to the allegations.

7. Managing Confidential Information and Protecting Intellectual Property

- 7.1. Employees may come into possession or access to the confidential and sensitive information of Council in the course of performing their duties, and they must therefore treat such information in strictest of confidence, and may not without written permission of Council disclose any privileged or confidential information to any unauthorised person and take all necessary precautions to maintain such confidentiality and not use it, directly or indirectly, for any purpose other than what it has been intended, except when disclosure is authorised or legally required. For the purposes of this Code, privileged or confidential information may include any information:
- Determined by Council to be privileged or confidential;
 - Any intellectual property rights owned by Council;
 - Deliberations and discussions of any meeting of the governance structures of Council including agenda items, meeting documents and/or minutes of such meetings;
 - Disclosure of which will violate a person's right to privacy;
 - Declared to be privileged, confidential or secret in terms of the law;
- 7.2. Not use the positions or privileges of their positions, privileged or confidential information obtained, for their personal gain or advantage or to improperly benefit another person;
- 7.3. Maintain the confidentiality of Council's information and that of those in business dealings with until and unless authorised to disclose such information; and
- 7.4. Not be a party to a beneficiary under a contract for the provision of goods or services to Council and may not obtain a financial interest in any business of Council except with the prior written consent.
- 7.5. Employees shall:
- 7.5.1. Respect the privacy of individuals and comply with laws and regulatory provisions applicable to it with regard to the collection, storage, use, retention, transfer, and deletion of personal information;
 - 7.5.2. Collect and process personal information for lawful purposes and only keep

that information for as long as it is strictly necessary in light of the purpose for which the information was collected;

- 7.5.3. Share personal data with others when there is a legitimate business or legal need to do so and ensure that the transfer of that information comply with laws and regulatory provisions and that anyone receiving such personal information understand the importance of protecting it. Where Council work with others, such as Service Providers and Consultants, it makes clear the importance of standards on information privacy;
- 7.5.4. Understand what shall be classified as personal information, take appropriate measures to protect such information and use such information in a way that is consistent with the purpose for which it was collected;
- 7.5.5. Never access personal information unless they have the appropriate authorisation, and never transfer or provide access to such personal information to anyone inside or outside of Council without authorisation; and
- 7.6. The obligation to protect Council's information from disclosure continues, even after an employee is no longer working for Council, unless officially declared to be public information.

8. Resolution of Conflict of Interests

- 8.1. Should it be established that an employee's interests were not disclosed at all, or such disclosures were either incomplete or false, Council reserves its rights to take appropriate steps, including legal or disciplinary action;
- 8.2. Council shall, upon a receiving a declaration of conflict of interest or on receiving a report on alleged conflict of interest, investigate such conflict of interest, within a reasonable time, and after affording the implicated employee at least seven (7) days to respond to the allegations and upon validating a conflict of interest:
 - Acknowledge the conflict of interest, but that the conflict is immaterial and does not have a significant impact on Council;
 - Acknowledge the conflict of interest and that the conflict is material and does have a significant impact on Council in which case:
 - Council can request an employee to resign; and/or;
 - Council can, after following due process, initiate disciplinary action and/or legal action against the conflicted employee; or
 - Implement any other appropriate remedial measure, after following due

procedure.

9. Breach of this Code

- 9.1. Any alleged breach of this Code by employees shall be dealt with in line with the Council's Disciplinary Code and Procedures as well as the laws and regulatory provisions applicable to Council.

10. Review of this Code

- 10.1. This Code shall be reviewed every after 3 years or as and when required to align with the best governance practices and new changes in legislation and regulatory provisions applicable to Council. Any proposed amendments in this Code shall be facilitated by the General Manager Secretariat.

Name: Employee

Signature: Employee