

Code of Conduct Policy

1. PURPOSE

It is vital to the success of Give An Hour (the "Company") that we conduct ourselves with honesty and integrity and in compliance with all applicable legal and regulatory requirements. This Code of Conduct sets out the fundamental standards to be followed by directors, officers, and employees in their everyday actions on behalf of the Company and seeks to promote honest and ethical conduct. Further guidance on the Company's standards in specific areas will be provided through related policies and guidelines.

2. SCOPE

This policy applies to all directors, officers, and employees of the Company (each a "Covered Person").

3. POLICY

Each Covered Person must:

- 3.1. Conduct himself or herself with honesty and integrity and in a professional manner that protects the Company's good public image and reputation.
- 3.2. Build relationships with clients, volunteers, donors, and fellow employees based on trust and treat every individual with respect and dignity in the conduct of Company business.
- 3.3. Become familiar with and comply with legal requirements and Company policy and procedures.
- 3.4. Avoid any activities that could involve or lead to involvement in any unlawful practice or any harm to the Company's reputation or image.

- 3.5. Avoid actual or potential conflicts or dualities of interest with the Company, or the appearance thereof, in all transactions.
- 3.6. Provide accurate and reliable information in records submitted, safeguard the Company's confidential information, and respect the confidential information of other parties with whom the Company does business.
- 3.7. Promptly report to the Company any violations of law or ethical principles or Company policies that come to the Covered Person's attention, and cooperate fully in any audit, enquiry, review or investigation by the Company.
- 3.8. Provide the Company's External Auditor with access at all times to the Company's records and accounts (in whatever form they are held) and provide additional information as requested by the External Auditor. If such requested information is legally privileged the Covered Person must contact the Legal Department before responding to the request.

4. RESPONSIBILITY

- 4.1. All Covered Persons must uphold these standards in the conduct of Company business and the Company must handle, in a manner consistent with these standards and related policies, all actual and apparent conflicts or dualities of interest between personal and professional relationships and all other matters governed by this Code and such related policies. If a decision about a particular action is not covered specifically by this Code or related corporate policies, Covered Persons are required to seek guidance from their supervisor or appropriate internal resources.
- 4.2. Senior management should be a role-model for these standards by visibly demonstrating support and by regularly encouraging adherence by managers. Managers should ensure all their employees receive guidance, training and communication on ethical behavior and legal compliance relevant to their duties for the Company.
- 4.3. Failure by any Covered Person to comply with this or any Company policy will subject the Covered Person to disciplinary action up to and including separation from employment or any other affiliation with the Company.
- 4.4. When in doubt as to the correct action to take, ask the following question. "Would I feel comfortable in explaining this action to my family or close friends or seeing my action reported on the front page of the local newspaper?" The Company is best served when each employee's answer to this question is an unqualified, "Yes."

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