



Code of Conduct for Members of the All Out Africa Foundation Governing Board

Applicability:

- This Code of Conduct applies to all members of the All Out Africa Foundation (AOAF) Governing Board including the Board Chairperson and Vice-Chairperson, and to all Alternates.

General Provisions:

- Board Members shall carry out their duties with honesty, integrity, respect, transparency, and confidentiality.
- Board Members will follow all AOAF Standard Operating Procedures and abide by AOAF's governing documents.
- Board Members agree to promote the mission, vision, and purpose of AOAF and contribute to its strategic direction.
- Board Members shall not disclose confidential information acquired by them in the course of their Board Member duties nor use such information to further their personal interests.
- Board Members shall be under an ongoing obligation to disclose any actual, potential, or apparent conflict of interest to the board and shall take appropriate steps to avoid any such conflict.
- A member of the Board believing they may have an actual, potential or apparent conflict of interest concerning a proposal to be discussed by the board shall recuse themselves from that Board discussion and inform the Chair accordingly, in accordance with the full Board Policy to Report and Mitigate Conflicts of Interest, Annex VII. They must abstain from communicating with other Board Members regarding the subject. The Governing Board must make a strong collective commitment to upholding recusal practices.
- Any Board Member aware of any credible information that suggests that any of AOAF's Standard Operating Procedures or governing documents are being violated by any member of the Board has an obligation to bring the concern to the Board Chair. If the Chair is the subject of concern, it should be brought to the Secretariat.
- Board Members shall decline all gifts and other benefits offered to them in the course of carrying out their duties as Board Members.



- Board Members found to have violated this Code of Conduct will be subject to censure or removal from the Board.

Date:.....

Name:..... Signature:.....

[Signature by nominee signals acceptance of this Code of Conduct]