



DAI Code of Business Conduct and Ethics



A Message from Our President and CEO

Colleagues,

Thank you for taking this opportunity to familiarize yourself with the new *Code of Business Conduct and Ethics*. Quite simply, there is no more valuable use of your time than to acquaint yourself with the principles that have underpinned DAI's reputation for more than 40 years, and to affirm your personal commitment to the ethical business practice that will continue to ensure DAI's success in years to come.



James Boomgard
President and Chief Executive Officer

You'll find that the *Code* has been updated to be more succinct, more field-oriented, and generally more applicable to the bigger, more diverse, and more global company we have become in recent years. Suggestions on how we can continue to improve this document are always welcome, and should be directed to Mike Walsh, our Chief Ethics and Compliance Officer.

As a business, DAI has a simple but enormously ambitious mission—to make a lasting difference in the world by helping people improve their lives. If we are to succeed in this mission, it is critical that we adhere to the company's four fundamental values: integrity, responsibility, excellence, and global citizenship. It is no accident that integrity comes first on that list. At DAI, we strive to do good in the world, but our reputation and all our good work can be put in jeopardy by a single act that falls short of our high ethical standards. Our tolerance for unethical behavior is, therefore, zero.

We expect all DAI employees to review this *Code* and absorb its guidance. But let me direct an observation particularly to DAI's supervisors and managers. You have a special responsibility to lead by example, to establish the expectations for behavior within the firm, and by regularly speaking with your staff about the importance of ethics to maintain a work environment conducive to openness.

Our motto is "if you see something, say something," and our culture is one where people can speak out without concern for retaliation or other adverse repercussions. We have built such an ethical culture over several decades, and we have prospered because of it; as a DAI employee, it is your job to sustain this spirit of integrity wherever we work in the world.

A handwritten signature in black ink, appearing to read 'J-Boomgard', written over a light blue horizontal line.

Jim Boomgard
President and CEO

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Introduction

DAI is committed to conducting business in compliance with all applicable laws, rules, and regulations, and in accordance with the highest standards of business ethics. This *Code of Business Conduct and Ethics* alerts DAI employees and affiliates to areas of ethical risk, and provides guidance and information to help them recognize and deal with ethical issues. DAI employees and affiliates can elevate questions, concerns, or allegations without fear of retaliation. If you see something, say something. Contact your supervisor, manager, Chief of Party/Team Leader, or Ethics and Compliance Officer. DAI's Ethics Hotline can also be reached at +1-503-597-4328, Ethics@dai.com, or www.dai.ethicspoint.com. All employees of DAI, regardless of location, must sign an agreement stating that they will adhere to this *Code*.

As DAI employees, we are responsible for adhering to the company's professional and ethical standards while also complying with DAI policies and procedures and applicable contractual and legal requirements. The *Code* cannot and does not anticipate every possible situation that could arise in the course of business; therefore, you must use good judgment in adhering to these standards and avoiding even the appearance of impropriety. Any DAI employee who violates this *Code*, permits a subordinate to do so, or fails to promptly inform a supervisor, Chief of Party, Team Leader, or Ethics and Compliance Officer of a known violation will be subject to disciplinary action (up to and including termination).

Our actions must consistently demonstrate that we fairly and honestly deal with our colleagues, clients, collaborators, vendors, and beneficiaries. This ethical standard is essential to the implementation of successful development projects, as well as demonstrating to clients that we can be trusted to do the right thing when managing their resources and to beneficiaries that we are worthy partners as they seek to realize their aspirations for better lives.





Our Mission and Values

DAI's mission is to make a lasting difference in the world by helping people improve their lives. We envision a world in which communities and societies become more prosperous, fairer and better governed, safer, healthier, and environmentally more sustainable.

To achieve this mission, we must be a great place to work and we must be a successful business. We need to attract and retain extraordinary talent, and provide our team with professional opportunity, fair salary and benefits, and a healthy work-life balance. We also must perform as a business so that we can meet our obligations and invest in our future. The more successful we are as a business, the greater development impact we can have.

In everything we do, we live by four core values:

- **Integrity:** We have an uncompromising commitment to civility and ethical behavior. We play by the rules and do the right thing.
- **Responsibility:** We are accountable to our clients, our colleagues, and the communities where we work. If we fall short, we own up, fix the problem, and get it right the next time.
- **Excellence:** We demand of ourselves the highest technical and professional standards. We celebrate innovation, learning, and service. We have an unwavering desire to “stretch,” as individuals and as an organization.
- **Global Citizenship:** We are a global company with a global outlook. We depend on our diversity, respect the cultures in which we work, and treat everyone, everywhere with professionalism and dignity. We thrive on collaboration with our partners around the world, and share with them the hope that our work will leave the world a better place.

DAI Shaping a more livable world.

If you see something, say something.

Contact your supervisor, manager, Chief of Party/Team Leader, or Ethics and Compliance Officer. DAI's Ethics Hotline can also be reached at +1-503-597-4328, Ethics@dai.com, or www.dai.ethicspoint.com.

DAI has a strict non-retaliation policy. DAI will not discharge, demote, suspend, threaten, harass, or in any manner discriminate against any person in terms and conditions of employment based upon any lawful actions that person may take in making a good-faith report of ethics or compliance concerns.



Integrity

At DAI, we play by the rules and do the right thing. The following examples illustrate what integrity means at DAI.

Preventing Fraud

Fraud is falsifying or withholding information for personal or financial gain. Examples include:

- Falsified travel vouchers, invoices, time sheets, receipts, or M&E data.
- Phony bids and multiple bids on a solicitation from a single vendor (related parties).
- Inflated performance numbers.
- False certifications or information on qualifications.
- False property records.
- Substitution of products, such as poorer quality seed or material.
- Excessive purchases diverted for personal use.

DAI's policies, procedures, and professional management of staff are designed to minimize vulnerability to fraud in financial transactions, results reporting, grant awards, and the procurement of goods and services. You are responsible for assisting DAI to prevent fraud by:

- Overseeing financial, procurement, and grant-related transactions to ensure the accuracy and completeness of information;
- Ensuring documentation in support of approvals is accurate and complete;
- Asking questions regarding documents, justifications, and performance, especially when you suspect inconsistencies;
- Independently verifying information or spot-checking information in quotations/bids;
- Monitoring and independently verifying performance of service or appropriate delivery of equipment/supplies according to the terms of the subcontract or award;
- Assuring physical control and inventory of physical assets;
- Regularly assessing risks and revising policies and procedures as necessary; and
- Completing ethics training, regularly discussing ethical issues with direct reports, and sharing best practices and concerns to reinforce an organizational culture of ethical behavior and compliance.



Fraud Triangle

In the same way that fire needs heat, fuel, and oxygen to ignite, fraud is more likely to occur where there is opportunity, pressure, and rationalization.

Removing one of these elements significantly reduces the risk of fraud.

Opportunity for fraud is removed through oversight. Pressure and rationalization are removed by an ethical work environment.

Preventing Bribery and Corruption

You must avoid any activity that would breach the Foreign Corrupt Practices Act (FCPA), the U.K. Bribery Act (UKBA), local law, or international standards of best practice. DAI holds itself accountable to the UKBA across all projects and activities. You are responsible for assisting DAI to prevent bribery and corruption:

- **Bribery.** Do not directly, or indirectly, solicit, accept, offer, promise, or give a bribe or other improper payment, gift, favor, or hospitality to obtain or retain business, approvals, or other improper business advantage.
- **Facilitation Payments.** Do not make small payments to “grease” approvals or actions on the part of government officials. Facilitation payments are prohibited under the UKBA. Under certain circumstances, DAI may pay for the commercial services of an expeditor to process goods through customs. The terms of reference in the associated contract must be explicit and must prohibit payments to “grease” approvals on the part of a government official.
- **Kickbacks.** Never ask for or accept anything of value from vendors, suppliers, or contractors who do business with DAI. You may accept gifts and hospitality of nominal value (a meal offered during the course of a business meeting, for example, or a notepad with an organization’s logo on it).
- **Gratuities.** Never pay or provide gifts, favors, or hospitality to a government official after you receive a favorable action or decision.
- **Contributions.** Do not make contributions to candidates for public office or to political parties or other political organizations on behalf of DAI. Personal contributions are permissible.
- **Hospitality, Nominal Gifts, and Honoraria.** DAI-approved advertising items of nominal value (pens, hats, tee-shirts, and so on), plaques, and certificates of recognition may be offered to government officials. Modest meals, refreshments, and non-alcoholic beverages in accordance with local customs and practices are also allowed. However, in no event should the value of the courtesy exceed \$20 per person/per occasion or \$50 per person annually. Honoraria to host government officials must be nominal and occasional for work outside normal duties and working hours to avoid conflicts with official duties.
- **Awareness.** Promote training and practices that raise awareness among our business partners of the global fight against bribery and corruption.



- **Training.** Take annual training and participate in supplemental reviews and meetings so that you are fully aware of the nature and indicators of bribery, facilitation payments, kickbacks, and gratuities.

Preventing Conflicts of Interest— Unfair Advantage

DAI plays by the rules. We take pride in competing fairly and performing top-quality work, untainted by conflicting roles or unfair advantages. Appearances are important when anticipating and managing a conflict of interest. Your intuition is a useful guide in how to respond to possible bias or an unfair advantage. Act immediately so that quick action can be taken to limit any conflict or appearance of a conflict. You are responsible for assisting DAI to prevent conflicts of interest based on unfair advantage by:

- Assuring that our professional judgments or technical assistance are not influenced by any economic interests that DAI, its sub-contractor, or employees may have. Examples of economic interest include having a direct family relationship with a company or the employee of a company that may benefit from our actions, owning or partially owning a firm or organization engaged with DAI, or serving on the Board of a potential bidder or applicant.
- Refraining from seeking out non-public, procurement-sensitive information, such as government budgets or terms of reference for a solicitation. If such information is inadvertently received, immediately restrict access to it and inform the Ethics and Compliance Officer.
- Avoiding the design or development of statements of work or terms of reference pertaining to solicitations for which we will be competing.

Preventing Conflicts of Interest—Bias

DAI's success depends upon our ability to make objective, prudent decisions, and to act with integrity. An actual or apparent conflict of interest occurs when an individual's personal interest biases his or her professional judgment. You must not put yourself in a position where decisions or actions could be influenced by outside employment/directorships, or close personal or family relationships. You are responsible for assisting DAI to prevent conflicts of interest based on bias by:

- Ensuring that your professional judgments or assistance are not influenced by financial interests, personal activity, or family, business, or personal relationships.

To make an anonymous report, contact:
Ethics@DAI.com ■ +1-855-603-6987 (US) ■ +1-503-597-4328 (International)

Ethics in Action

Question: My family is large and well connected. I won't be able to do my job if I have to remove myself from procurements in which I have some connection to the vendors. Do I need to disclose relationships with all my cousins and in-laws?

Answer: Financial interests is a consideration in disclosing relationships to avoid the appearance of bias. Immediate family members, such as siblings and parents, are assumed to have a financial relationship, therefore you must disclose any business or organization affiliated with immediate family so that DAI can introduce measures to avoid perceived bias in your review, recommendations, decisions or oversight of procurements or awards. You should also disclose relationships with other people in which you have a close relationship if they are seeking awards, subcontracts or employment under the project and there may be a perception of bias by others.

- Disclosing and preventing personal conflicts of interest when you have family, business, or personal relationships with an applicant, bidder, offeror, or awardee. After you have disclosed any such interest, DAI management will intervene to limit or avoid the appearance of a conflict of interest.
- Disclosing, at initial employment and thereafter, any interests and relationships that might affect or appear to affect your professional judgment.
- Notifying your supervisor immediately if a member of your family or someone with whom you have a close personal relationship (friendship) is applying for a job or submitting a proposal or grant application to DAI. The supervisor, in consultation with project management, will take appropriate action to screen you from reviews, recommendations, supervision, or oversight of the related individual, business, or organization to avoid the conflict or appearance of a conflict.
- Avoiding any direct or indirect financial interests with any competitor, supplier, or current or potential customer. Exceptions to this rule include minimal, passive investments or those based on pre-existing relationships between you and the organization in question, as long as they do not create a conflict or the appearance of a conflict of interest, as determined by the Chief Ethics and Compliance Officer.
- Obtaining approval before beginning outside employment, business, or consulting engagements with another company while employed at DAI; also, obtaining advance approval to become a board member of a business or organization. (See *Operations Manual*.)

Promoting Fair Competition and Good-Faith Dealings

In soliciting for equipment, supplies, and services, we promote fair competition to ensure that DAI and its clients obtain the best value for money and are best positioned to achieve the smooth implementation of development projects. We treat vendors, subcontractors, consultants, and awardees fairly, in accordance with DAI values. DAI policies and procedures are designed to quickly and fairly select those vendors, subcontractors, and other implementing partners most likely to succeed, considering price, quality, and ability to deliver. DAI's procurement process includes opportunities for vendors and offerors to ask questions about the solicitation and to report concerns to the Chief of Party/Team Leader, ECO, or ethics hotline.



Effective management of solicitations—with clear prohibitions on kickbacks, bribes, or conflicts of interest—strengthens the relationship with our vendors and subcontractors. Such practice sets a standard for fair competition and good-faith dealings that is essential to effective contracting. Contact your home office support team for guidance on best practices and procurement policies.

In addition, DAI complies with all applicable fair competition and antitrust laws. These laws attempt to ensure that businesses compete fairly and honestly and they prohibit conduct seeking to reduce or restrain competition. If you are uncertain whether a contemplated action raises unfair competition or antitrust issues, contact DAI's General Counsel.

Making the Right Decision—and Documenting It

Ethics is the foundation of successful performance. While it may sometimes appear tempting to take short-cuts for the sake of expediency in the pursuit of project goals, this can be avoided with timely and proper project planning. If you *are* confronted with an urgent problem that appears to necessitate making an exception to a DAI policy, immediately consult with your senior managers and Chief of Party/Team Leader. Do not delay in documenting the reasons for the policy exception, making sure to describe the issue, circumstances, and outcome of the decision.

Protecting Information and Data

You must be vigilant in protecting proprietary and confidential information obtained in the performance of DAI's work. Any information which, if released, would have an adverse impact on an individual's privacy or a business/organization's competitiveness, or on client programs or their foreign relations, is considered proprietary or confidential and must be controlled and restricted. Examples of proprietary or confidential information include non-public procurement-sensitive information, financial reports, financial performance documents, financial plans, medical and personal information, and DAI proposal details. You may not disclose any non-public information related to the client, implementing partners, or beneficiaries for any reason. If you need to send confidential information outside DAI, senior management approval or a non-disclosure agreement (available from the General Counsel) may be needed.

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Confidential Information?

If your answer to any of the following questions is “yes,” the information is confidential and should be protected:

- Is this information a company’s trade secret?
- Would DAI be disadvantaged or harmed if others knew this information?
- Would your project be jeopardized if the information was not held in confidence?
- Does the information include personal identifications that may jeopardize an individual’s privacy?

Handling Non-Public, Procurement-Sensitive Information

Fair procurement competition requires a level playing field in which no firm has an unfair advantage by virtue of having more information or better access to information than competitors. Good procurement practice requires that all potential bidders/offerors have the same information to prepare well-informed and responsive proposals. Unfair receipt of information or access to data—such as DAI budget estimates, procurement plans, bids and bidders, and other non-public information—distorts the solicitation process and may result in an inappropriate award. Accordingly, you must control procurement-related information internally so that its release is managed fairly and appropriately.

You must also be aware that receipt of non-public, procurement-sensitive information from potential clients may also give the appearance of an unfair advantage, which may in turn jeopardize DAI’s eligibility to compete on solicitations. If you receive information on funding levels, program design documents, draft solicitations, or other procurement-sensitive information that is not publicly available, do not forward it within DAI. Immediately contact your supervisor, Chief of Party/Team Leader, or the ECO to discuss next steps.

Complying with International Trade Sanctions

Carrying and sending goods from one country to another is subject to the customs laws of the transit nations. Certain goods—such as electronic equipment, software, food products, chemical substances, and valuable items—can be subject to heightened customs and export controls. When you carry or ship items abroad on behalf of DAI, do your research about the country of origin and the destination country. Make sure you only carry or ship goods abroad if you are sure there are no restrictions at either end of your itinerary. Questions can be directed to exportcontrol@dai.com or DAI’s General Counsel.

Exercising Due Diligence

Individuals, companies, and organizations are subject to restrictions from various governments. At DAI, you play an important part in how we manage projects, and that responsibility entails ensuring the eligibility and responsibility of subcontractors, consultants, or grantees. To qualify as responsible, a firm or organization must have the technical capacity, experience, and ability to perform and

finance the assigned work (or must be able to obtain the necessary capacity and financing) given its current workload. It must further have adequate accounting and operational controls; a satisfactory record of performance, integrity, and business ethics; and must be otherwise qualified and eligible to receive an award under applicable laws and regulations. Part of the eligibility determination may include vetting information against established Government and International Organization (e.g.U.N.) web-based databases. It is our responsibility to comply with these requirements to prevent engagement with terrorists, drug traffickers, criminals, and other prohibited entities. Failure to exercise due diligence can result in significant penalties and may damage DAI's ability to win future projects. Contact DAI's General Counsel if you have questions.

Cooperating with Audits and Investigations

Audits and investigations are an important oversight responsibility of DAI and our clients. You are expected to cooperate with audit and investigation efforts and provide timely and reasonable access to personnel for interviews and documents for review. When contacted by an outside auditor or investigator, please notify your supervisor, senior management, human resources (HR), or your Chief of Party/ Team Leader, as well as the Internal Audit office or Director for Risk Management, and the ECO.

Note that requests for information by an outside auditor or investigator must be made in writing so that DAI may track the request and the disposition of the information. Copies of original documents can be provided to auditors or investigators for review of information outside of DAI's premises, if coordinated through Internal Audit.

Examples or indicators of possible procurement fraud:

- Shared addresses and phone numbers of bidders
- Unjustified or inflated costs in award modifications
- Multiple awards for similar work to same contractor
- Unreasonably short time limit to bid
- Failure to meet contract specifications
- False, inflated, or duplicate invoices
- False statements and claims
- Product substitution
- Leaking bid information
- Fictitious vendors
- Manipulation of bids
- Purchase for personal use or resale
- Rigged specifications to favor a vendor
- Split purchases to avoid review limits
- Unbalanced bids
- Unjustified sole source awards
- Unnecessary purchases



Responsibility

Your Duty to Seek Advice or to Report

When you encounter improper or questionable behavior or suspected violations of the *Code of Business Conduct and Ethics*, you are expected to consult quickly with your supervisor, Chief of Party/Team Leader, their deputies, or the ECO. Your concerns or allegations may be raised confidentially and anonymously—without fear of retaliation—through DAI’s ethics hotline or ethics website. Timely notification permits DAI to resolve issues expeditiously. Timeliness also permits DAI to inform clients of possible malfeasance that may require their involvement. If you fail to report suspected ethical violations promptly, you may be considered culpable and you may jeopardize DAI’s ability to quickly and appropriately respond to the issue.

Training Requirements

Periodically, you will be required to take DAI’s ethics training, and provide a written certification that you have reviewed, understand, and agree to comply with DAI’s *Code of Business Conduct and Ethics*; and that you are not personally aware of any violations of the *Code* by others. This certification is your pledge to honor and fully comply with the *Code*’s provisions. You are subject to disciplinary action, up to and including termination, if you fail to do so.

Your Responsibility as an Employee

You should feel safe in reporting concerns and/or allegations, and confident that DAI will respond appropriately. You can, and should, make decisions and take actions on issues when it falls within your authority to do so. When you see something, say something. You are also responsible for:

- Following DAI’s *Code of Business Conduct and Ethics*;
- Taking annual ethics training and participating in supplemental reviews and meetings to ensure that you are fully aware of the issues involved;
- Notifying your supervisor, senior leadership, ECO, or the ethics hotline if you suspect fraud, conflict of interest, bribery, facilitation payments, kickbacks, gratuities, or other corrupt practices, or any violation of the *Code of Business Conduct and Ethics*; and
- Seeking assistance or clarification to avoid unethical or illegal conduct prior to taking a questionable action.

To make an anonymous report, contact:
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Escalation Process



When an employee reports an ethical issue:

- Listen to the employee
- Ask: Can I resolve the issue myself within my job's authority?
- Ask: Should I immediately escalate the possible ethical issue?
- Consult with a senior leader, Chief Ethics and Compliance Officer, or contact ethics hotline
- Help to resolve the issue as instructed by a senior leader
- Conclude the issue by informing the reporting employee of action taken

Your Responsibility as a Manager, Supervisor, or Chief of Party/Team Leader

If you are a DAI manager, supervisor, or Chief of Party/Team Leader—or deputy—you are responsible for ensuring that your direct and indirect reports understand and follow the *Code of Business Conduct and Ethics*. You must establish and maintain a workplace culture in which employees feel comfortable doing what's right and uncomfortable doing wrong. Make yourself available for questions and elevate ethical issues or allegations immediately to the proper level. Leaders must be ethical role models, demonstrating integrity, accountability, and respect for everyone, and regularly communicating DAI's expectations for ethical conduct while professionally and personally supporting these expectations. DAI employees must regularly hear that their leaders take ethical behavior and compliance seriously.

Ethics and Compliance Officer (ECO)

Ethics and Compliance Officers are the primary point of contact for questions, concerns, and allegations related to possible ethics or compliance violations, and for the receipt of any such allegations. The ECOs monitor and log all issues, coordinate reviews and investigations, communicate with individuals making allegations, ask follow-up questions as necessary, and provide information on the resolution of ethics issues.

The Chief Executive Officer (CEO) has delegated authority to the Chief Ethics and Compliance Officer (CECO) to make necessary disclosures to U.S. Government clients; the Senior Vice President of DAI Europe is responsible for disclosure of matters pertaining to DAI Europe projects. When there is disagreement on the necessity for disclosure, the CEO makes the final decision. The CECO reports to the General Counsel and has a "dotted-line" reporting relationship to the Chair of the Finance, Audit, and Compliance Committee of the DAI Board of Directors.

Ethics and Compliance Committees

The Ethics and Compliance Action Committee is chaired by the CECO and is responsible for responding to possible ethics or compliance violations. Members include the General Counsel, Internal Audit, Contracts, Operations, HR, and others as necessary. The committee meets on an ad hoc basis in response to allegations of possible violations.

The Ethics and Compliance Oversight Committee provides input to the Global Ethics and Compliance Program and includes Ethics and Compliance Officers (ECOs), the General Counsel, and representatives from across the global organization.

Executive Leadership and Board of Directors

DAI's Executive Leadership Team (ELT) is responsible for setting and reinforcing a culture of ethical behavior and compliance. The ELT ensures that all employees are trained and meet the ethical standards laid out in the *Code of Business Conduct and Ethics*, and holds them accountable for compliance. ELT members monitor risks and issues to inform changes needed in policy and practice. The General Counsel is a member of the ELT and has a direct reporting line to the Chair of DAI's Board of Directors.

The Board oversees DAI's Global Ethics and Compliance Program and ensures it is appropriate and effective. It ensures that DAI employs best practices, benchmarked against other firms, and promulgates up-to-date policies and procedures in response to evolving risks and regulations. The fact that most members of the Board are external to DAI contributes to its independent perspective. The ECO and head of Internal Audit report regularly to the Finance, Audit and Compliance Committee and the full Board of Directors.

In consulting with a senior leader about the nature of an issue, be prepared to discuss the following factors:

- Does it violate a regulation, DAI policy, or terms of a contract?
- Is it an ethical violation?
- Does it simply “feel wrong?”
- Is more than one employee involved?
- Do you have all the facts?
- Has it occurred multiple times?



Excellence

Ensuring Quality

DAI is committed to achieving the highest technical and professional standards. We ensure that services performed and products provided meet or exceed the quality specifications in contracts and other customer agreements by establishing and monitoring oversight systems, maintaining substantiating evidence, documenting authorizations and approvals, and conducting training and regular reviews of performance.

Managing Client Relationships

Maintaining a constructive and collaborative business relationship with DAI's clients is essential to our success. You are expected to assist in this process by responsibly managing contractual, legal, policy, and professional matters, and meeting all ethical requirements. Our clients rely on us for appropriate solutions and responsible management of their resources. You should bring to the immediate attention of senior managers any concerns raised by client representatives so that we can take control of the issue and respond appropriately.

“Working within the code of ethics and taking measures to assure quality are important to our projects. We often work in countries that suffer greatly because of bad governance, corruption, and lack of transparency. Demonstrating ethical behavior in performing our work demonstrates to our partners how to do things properly and is an important step toward rebuilding these countries.”

—Ali Sada, DAI Advisor



Global Citizenship

Safe, Secure, and Healthy Work Environment

The safety and security of our employees and affiliates are our top priorities. DAI will ensure that appropriate arrangements, processes, and procedures are in place to provide this secure workplace, taking into account the operating environment and level of risk involved in the performance of the work. As stated in the Global Security policy, you should coordinate closely with the security point of contact (DAIsecurity@dai.com) or Security Focal Point on your project prior to travel in high-risk areas. You are also expected to be alert to your surroundings to avoid vulnerable situations. You must immediately report any threats or incidents in accordance with procedures established on the project.

DAI is also committed to providing a work environment free from illegal drugs, violence, threats of violence, and the influence of alcohol. The illegal use, sale, purchase, transfer, or possession of any controlled substance while on DAI premises or conducting DAI business is strictly prohibited. We all have a duty to comply with health and safety rules. Any violations, accidents, or injuries should be promptly reported to management.

Respect and No Harassment

DAI's diversity is essential to its success as a global company. We treat others as we would like to be treated ourselves. We value each other's work and roles within the organization. This respect builds trusting relationships that promote teamwork and nurture an organizational climate that is fair, supportive, and responsive. We recognize that our words and actions are crucial to maintaining this professional environment.

As stated in DAI's No Harassment Policy, we are committed to maintaining a work environment where all employees feel respected, valued, and free of harassment. Additional information on the policy—including on consequences, confidentiality, and non-retaliation—is available from the HR department.

DAI's work environment must be free of all harassment based on gender, race, religion, ethnicity, color, national origin, ancestry, citizenship, age, physical or mental disability, pregnancy, childbirth or related medical condition, marital or veteran status, sexual orientation, or any other basis protected by law, ordinance, or regulation.

Non-Retaliation and Whistleblower Protection

The willingness of employees to report concerns is essential to the enforcement of this *Code of Business Conduct and Ethics*. In fact, it is your duty to raise breaches of this *Code* to management's attention. Failure to notify management may itself be a basis for disciplinary action. Accordingly, anyone may submit a responsible concern or complaint regarding ethics or compliance without fear of dismissal or retaliation of any kind.

DAI will not discharge, demote, suspend, threaten, harass, or in any manner discriminate against any person in terms and conditions of employment based upon any lawful actions that person may take in making a good-faith report of ethics or compliance concerns. Supervisors are expected to listen to allegations in a respectful manner, as described in DAI's Ethics for Supervisors Training. If you have questions or concerns about possible retaliation, please contact the Ethics and Compliance Officer, HR, or the ethics hotline.

Non-Discrimination and Equalities Policy

DAI's success hinges on its people and their diversity. We are an equal employment opportunity/affirmative action employer. We are committed to equal opportunity for all, in all aspects of our work. If you have any questions or concerns about possible discrimination or violations of the equalities policy, please contact your Chief of Party/Team Leader, Ethics and Compliance Officer, HR, or the ethics hotline.

Anti-Human Trafficking

We believe that all human beings should be treated with dignity, fairness, and respect, and we are committed to upholding fundamental human rights. DAI will only engage with vendors, suppliers, consultants, subcontractors, and clients who demonstrate a serious commitment to the health and safety of their workers and operate in compliance with human rights laws. DAI does not use or condone the use of slave labor, nor will we tolerate the procurement of commercial sex acts or any other form of human trafficking, nor the degrading treatment of individuals, including their employment in unsafe working conditions. Any DAI employee, vendor, supplier, consultant, or subcontractor that engages in any form of human trafficking is subject to termination. Immediately contact your supervisor, Chief of Party/Team Leader, or Ethics and Compliance Officer if you suspect you have witnessed any form of human trafficking.

Listening to an employee:

- Meet privately
- Show respect
- Collect facts
- Stay confidential
- Make no promises
- Never retaliate

(From "Ethics for Supervisors Guide for Receiving Reports")

Child Protection

There are times when children may come into contact with our work. DAI recognizes the International Standards for Child Protection, which hold that all children have the right to be protected from abuse, neglect, exploitation, and violence. The welfare of the child always comes first. You must be familiar with this policy and raise concerns to your supervisor or Chief of Party/Team Leader if you believe a child is being abused, neglected, or exploited.

Political Activities

DAI does not fund political contributions, in cash or in kind, anywhere in the world. This prohibition includes support of political activity, political parties or their representatives, political campaigns, and candidates or any of their affiliated organizations.

You have the right to engage as an individual in the political process and make political donations, as long as you do not represent that DAI is making the contribution and provided there is no conflict of interest involved. Any questions or concerns about political activities may be directed to your supervisor, Chief of Party/Team Leader, HR, or the ECO.

Gifts and Entertainment

DAI employees, members of our families, and DAI subcontractors must comply with the Foreign Corrupt Practices Act, the U.K. Bribery Act, and local anti-corruption laws in not giving or offering gifts (including equipment, money, unusual discounts, or favored personal treatment) to government officials for the purpose of receiving approvals, government services, or obtaining or keeping business. (See Hospitality, Gifts, and Honoraria)

Communicating with Media and the Public

If you are contacted by a member of the media, please refer the individual to the head of DAI Corporate Communications, who coordinates DAI's relationship with the news media and the public. If you have questions about your use of social media and how it might affect DAI, please contact the head of Corporate Communications or the ECO.

Using Information, Email, and Social Media Responsibly

DAI uses global electronic communications and resources as a

Ethics in Action

Question: My colleague took my payment and payments from others on the team to the hotel clerk, paid the bills, and then gave us each a receipt for our travel voucher. I now see that it's for a higher amount than I paid. I'm not sure what happened and I'm hesitant to ask. What should I do?

Answer: A receipt that reflects more than the actual payment may suggest an attempt to commit fraud on a travel reimbursement voucher. If you are uncertain or hesitant to talk with your colleague about it, then you should talk with your supervisor, Chief of Party/Team Leader, or their deputy. You can also contact the Chief Ethics and Compliance Officer or the ethics hotline. You are not expected to investigate such an issue. Others in DAI will handle the inquiry and investigation.

routine part of business activities. Do not use electronic media to initiate, save, or send items that are hostile, harassing, offensive, threatening, or inappropriate; to initiate, save, or send chain letters or other widespread non-business distributions; or to initiate or participate in any malicious, unauthorized, or fraudulent use of company resources. Also, avoid soliciting for commercial, charitable, religious, or political causes and interfering with or disrupting network users, services, or equipment. Gaining unauthorized access to databases or information sources or damaging computer equipment, software, or data are grounds for termination.

Ethical Decision-Making Tool

When time does not permit you to consult with senior management, this tool will help you make an ethical decision.

- What is the specific problem and possible solutions?
- Is your preferred solution legal?
- Is it the right thing to do?
- Does it comply with DAI policies and the *Code*?
- Does it reflect DAI values?
- Would you discuss your actions without hesitation with colleagues, friends, or family?

Ethics Hotline

Toll-Free for use within the United States:
+1-855-603-6987

International Hotline and Website:
+1-503-597-4328
www.dai.ethicspoint.com

DAI has contracted with an outside firm, EthicsPoint, to provide a 24-hour hotline that enables the anonymous reporting of fraud and compliance concerns. The international hotline listed above provides a platform for you to report any unethical conduct anonymously, through the internet or over the phone. You will be asked a series of questions so that complete information can be communicated to the appropriate DAI official, and you will be provided a means of following up regarding the outcome of the report. Alternatively, you may submit concerns or complaints directly to DAI's CECO in writing through email (ethics@dai.com), fax (+1-240-823-2550), or mail (7600 Wisconsin Avenue, Suite 200, Bethesda, MD 20814, USA), or by calling directly (+1-301-771-7998). Please be advised that calling, faxing, and/or submitting electronic mail reports may not protect anonymity, depending on the systems used by the reporting party. For completely anonymous submissions, you should use the ethics hotline (+1-503-597-4328 or www.dai.ethicspoint.com)

You may submit a concern or complaint regarding ethics and compliance concerns without fear of dismissal or retaliation of any kind. DAI will not discharge, demote, suspend, threaten, harass, or in any manner discriminate against any person in terms and conditions of employment based upon any lawful actions that person may take with respect to good-faith reporting of concerns or complaints regarding ethics and compliance concerns.

Contact Information

Chief Ethics and Compliance Officer
Development Alternatives, Inc.
7600 Wisconsin Avenue
Suite 200
Bethesda, MD 20814
USA

Telephone: +1-301-771-7998
Confidential Fax: +1-240-823-2550
Email: Ethics@DAI.com