



CODE OF ETHICS AND PROFESSIONAL STANDARDS

Adopted by the Board of Directors on September 28, 2012 and updated on
June 23, 2022

Whereas Lawyers Without Borders Canada (LWBC) is a non-governmental organization involved in international cooperation. Its mission is to support the defense of human rights for the most vulnerable individuals or groups through the strengthening of access to justice and legal representation. LWBC thus wishes to contribute to the defense and the promotion of human rights and the rule of law, to the fight against impunity, to the strengthening of the security and the independence of human rights defenders, to fair trials and to the in-service training of justice stakeholders and members of the civil society.

Considering the Code of Ethics of the Canadian Council for international cooperation and the operational and ethical standards generally recognized in Canada for non-governmental organisations involved in international cooperation;

Whereas LWBC wishes to enforce in all its activities high and rigorous standards of ethics and professional conduct taking into account its mission, its vision, its Charter, its values and operational principles as set forth in appendix A;

Whereas the present document is the result of a thorough collective initiative

Subsequently, LWBC adopts the following Code of Ethics and Professional Standards:

1. DEFINITIONS

- 1.1. In LWBC's view, ethics aim to put the actions of its representatives into perspective, taking into account the organisation's mission, values and specific expectations in terms of moral and behavioural principles. Professional Standards, in turn, expresses these representatives' general duties and specific obligations.
- 1.2. Unless otherwise specified:
 - 1.2.1. The word "code" refers to the present code of ethics and professional standards.
 - 1.2.2. The expression "confidential information" refers to the information, the data and the programmatic, strategic, political or financial expertise concerning LWBC, its projects, its missions, its activities or its partners,

regardless of its form (written, electronic, oral or tangible) which are not part of the public domain.

- 1.2.3. The word “partnership” refers to the relationships between LWBC and civil society organisations and Canadian or foreign communities, by which each organisation commits itself through a mutual agreement to respect a set of principles and to act as agreed in a spirit of cooperation.
- 1.2.4. The expression “LWBC representative” designates the administrators, members of committees, members of the organisation and LWBC’s volunteers, volunteer cooperants, interns, employees and consultants.

2. OBJECTIVES AND IMPACT

- 2.1. This code is destined to serve as a guide regarding the behaviour LWBC’s representatives must adopt and to govern their conduct by establishing certain norms. Full compliance with these norms is a condition for taking part in LWBC’s activities.
- 2.2. This code applies to LWBC’s representatives in the performance of their functions related to LWBC’s activities, programmes and interactions, at all times and under all circumstances.
- 2.3. This code also contains institutional commitments which LWBC, as an organisation, must comply with.
- 2.4. This code, the anti-corruption policy, the gender equality policy, enclosed as appendix B, and any other LWBC’s connate or complementary policy represent a set of norms with which LWBC’s representatives must comply. The implementation mechanism set forth in article 9 of this code applies to all these policies if they do not contain a particular implementation mechanism of their own. LWBC can also invoke this mechanism to deal with cases or complaints non-covered by these policies, taking into account the necessary adjustments.

3. BOARD OF DIRECTORS

- 3.1. LWBC is governed by an independent, dynamic and informed board of directors whose every member commits to the following:
 - 3.1.1. To carry out his/her functions on a strictly voluntary basis without any financial or material advantage to be gained, except to the extent specified by the General regulations and with the exception of costs reasonably incurred in the performance of his/her functions;
 - 3.1.2. To manage the organisation’s affairs with rigour, integrity and transparency, and to report, by any appropriate means, to members and donors as well as to the public when useful or necessary;
 - 3.1.3. To accept ultimate responsibility for managing the organisation under every aspect, including with reference to powers delegated to an executive committee or to LWBC personnel, as appropriate;

- 3.1.4. To deploy his/her best efforts to take part in the Board of directors meetings to which he/she is asked to attend and to other activities for which his/her presence is necessary or useful;
- 3.1.5. To review, discuss and approve LWBC's general guidelines and major decisions, including the annual budget and the main financial operations, and to ensure accountability from those in charge of managing LWBC and for the fulfillment of its mission in line with their actions and the results obtained;
- 3.1.6. To stay informed about LWBC's activities and important or relevant information pertaining to LWBC's scope of action;
- 3.1.7. To comply with the operating rules set up by the Board of Directors.

4. COMMITMENTS OF LWBC'S REPRESENTATIVES

In any situation or when facing a choice likely to have an impact on LWBC, each LWBC's representative must demonstrate ethical judgement and, without limiting the generality of the foregoing, commits to the following:

- 4.1. To LWBC's mission, vision, values and principles
 - 4.1.1. To adhere to the mission, the vision, the Code as well as to the values of justice, solidarity, cooperation, commitment, integrity and independence and to the principles of subsidiarity, collegiality, complementarity, affirmation of human rights, professionalism, accountability and risk management as set forth in appendix A;
 - 4.1.2. To act in good faith and perform the assigned functions with dedication, honesty and loyalty;
 - 4.1.3. To exercise best efforts in performing the assigned functions with competence and diligence;
 - 4.1.4. To foster a harmonious, transparent, rewarding workplace environment conducive to development of a sense of camaraderie;
 - 4.1.5. To enhance teamwork based on cooperation, mutual assistance, respect, open-mindedness, sharing, collective and effective communication, and active participation;
 - 4.1.6. To foster constructive dialogue, the search for solutions, problem solving as well as participatory decision-making and consensus building as appropriate;
 - 4.1.7. Without limiting the scope of article 4.3, to share information, analysis and recommendations useful for management and decision-making;
 - 4.1.8. To comply with LWBC's duly adopted decisions and instructions and demonstrate discernment in expressing suggestions, recommendations or disagreements regarding these decisions;

- 4.1.9. To avoid to commit LWBC without prior authorization;
- 4.1.10. To perform the assigned functions with all the necessary objectivity and without partisanship;
- 4.1.11. To show discernment and caution in expressing publicly political and personal views when LWBC's image or reputation may be at stake;
- 4.1.12. Without limiting the scope of article 4.3, to demonstrate all the discretion required to perform the assigned functions;
- 4.1.13. To enhance and promote equality and diversity, and recognize as an asset the unique characteristics, qualities, experiences and expertise of every one;
- 4.1.14. To behave in a manner that would not be detrimental to LWBC's reputation;
- 4.1.15. To avoid any behaviour aimed at unduly prejudice or harm others;
- 4.1.16. To avoid any discriminatory behaviour or likely to be perceived as such;
- 4.1.17. To foster learning, preservation and pooling of knowledge, experience and innovation that can be useful to the fulfillment of LWBC's mission;
- 4.1.18. Promote and enhance volunteer work, and give preference to volunteers when appropriate in the achievement of LWBC's mission;
- 4.2. With reference to conflict of interests
 - 4.2.1. To act always in LWBC's best interest and prevent, avoid and solve any situation that could lead to an actual, apparent or potential conflict between a personal interest and that of LWBC, or between a third party's interest and that of LWBC;
 - 4.2.2. To avoid situations where a personal interest could influence the independence of judgement when performing the assigned functions;
 - 4.2.3. To inform immediately LWBC of any actual, apparent or potential conflict of interest situation and to refrain from taking part in any decision linked to this situation as the disclosure of a conflict of interest and the decision on how it should be dealt with or solved must be recorded in writing;
 - 4.2.4. To inform immediately LWBC of any affiliation with a supplier of goods or services, current or potential, or with any organization pursuing goals which are or would likely be competitive or conflicting with those of LWBC;
 - 4.2.5. Without limiting the scope of the anti-corruption Policy:
 - 4.2.5.1. No to give in to pressure of any kind that could be applied by a third party with the aim of gaining an undue advantage;

4.2.5.2. To refrain from using the assigned professional position with a view to gain inappropriate benefit for oneself or for others, including for LWBC or its partners;

4.2.5.3. To behave so as not to take advantage from the assigned functions at LWBC, including when these functions have ceased;

4.3. With reference to confidentiality

4.3.1. To use confidential information available to him/her only in the normal performance of his/her duties for the activities and in the interest of LWBC and not to disclose confidential information, directly or indirectly, in whole or in part, except to the individuals designated by LWBC or to those who must acquaint themselves with confidential information in the framework of LWBC's operations and who must accept to be bound by the present undertaking of confidentiality;

4.3.2. Unless otherwise agreed with LWBC, while in functions and within one year of ceasing to be employed by LWBC, not to act on behalf of others in a procedure, a negotiation or another operation to which LWBC is a party and for which it holds confidential information;

5. PARTNERS AND BENEFICIARIES

LWBC as an institution commits, and each LWBC's representative commits individually, as appropriate, to the following:

5.1. Choose with care LWBC's partners, inter alia by taking into account the compatibility of their values and ethics with those of LWBC, to inform them about the ethical norms relevant to the partnership and to support their efforts in enforcing these norms;

5.2. To foster mutually beneficial partnership agreements focused on the partners' needs and which allow every party to participate in setting goals, expectations, responsibilities and respective contributions;

5.3. To ensure that partnership agreements refer to, inter alia, LWBC's values and principles of action, the present Code and its related policies;

5.4. To exercise best efforts in complying with the partners and beneficiaries' values, customs and culture, in accordance with the principle of the affirmation of human rights stated in the values and principles of action in Appendix A;

5.5. To show openness, active listening and availability with partners and beneficiaries;

5.6. To exercise best efforts in maintaining regular communication and constructive and fair relations with partners and beneficiaries;

5.7. To acknowledge partners' contributions.

6. ACCOUNTING AND FINANCE

LWBC as an institution commits, and each LWBC's representative commits individually, as appropriate, to the following:

- 6.1. Ensure a sound administrative, programmatic and financial management that is result-oriented;
- 6.2. No to make commitments knowing they cannot be discharged;
- 6.3. Not to make false or misleading representations or declarations;
- 6.4. To adopt and comply with administrative and financial policies and practices that are adapted to LWBC's mission, activities and governance structure;
- 6.5. To support the efforts made to enhance effectiveness and efficiency and to achieve excellence in the management of the organization;
- 6.6. To manage prudently, rationally, effectively and transparently LWBC's material and financial resources;
- 6.7. To maintain administration and operating expenses within generally accepted standards and boundaries in international cooperation;
- 6.8. To respect the budget approved by the Board of Directors;
- 6.9. To ensure sound internal control;
- 6.10. Audit the financial statements according to generally accepted accounting principles and disclose audited financial statements to the full extent required;
- 6.11. To preserve the integrity of accounting books, financial statements and any other LWBC document related to expenditures and revenues.
- 6.12. To refrain from committing or taking part in, either directly or indirectly, and to oppose any financial wrongdoing or any other act that would be contrary to the generally adopted financial standards.

7. RELATIONS WITH DONORS AND THE GENERAL PUBLIC

LWBC as an institution commits, and each LWBC's representative commits individually, as appropriate, to the following:

- 7.1. To initiate, maintain and strengthen the organization's credibility and public and donor confidence;
- 7.2. To raise awareness about the organization and its activities, including through an annual report, and accurately disclose, when required or useful, any relevant information related to LWBC's objectives, programmes, financial situation, activities, results, efficiency and management, except for confidential information and information protected by law, including privacy-related information;

- 7.3. To ensure that communications directed to the public respect the dignity and rights of those concerned and reflect the reality in a fair and a balanced manner;
- 7.4. To remain open to questions, comments and suggestions in order to maintain a constructive communication with donors and the public;
- 7.5. To consider the sources of the donations and contributions and to ensure that they comply with this code, that they do not jeopardize LWBC's mission, values and principles of action and that they do not put LWBC's image and credibility at risk nor hinder the conduct of its activities and programmes;
- 7.6. To treat donors with respect;
- 7.7. To manage information related to donors and donations in accordance with their expressed preferences;
- 7.8. To report to donors in a transparent fashion and, to the extent required, to the public, on the use of funds given to LWBC;
- 7.9. In general, as far as donations, fundraising activities and financial accountability are concerned, to refer to Imagine Canada's Ethical fundraising and financial accountability code (updated in February 2011 and as subsequently amended) and to its handbook, taking into necessary adjustments;

8. ETHICS AND PROFESSIONAL CONDUCT COMMITTEE

- 8.1. A permanent committee named "The Ethics and Professional Conduct Committee" is established and shall have the following mandate:
 - 8.1.1. To ensure compliance with this code's norms and related policies, as appropriate;
 - 8.1.2. To define useful or necessary measures and to ensure their enforcement in order for LWBC's representatives and those concerned to be aware of this code's existence and its content;
 - 8.1.3. To provide opinions to any person seeking views on the interpretation or the enforcement of this code and related policies, including as regards particular cases;
 - 8.1.4. To report to the Board of Directors, as needed, upon request or at intervals laid down by the Board, on the compliance of LWBC's practices with this code and the related policies, as well as on recommendations for improvement of this code, if deemed appropriate;
 - 8.1.5. To hold consultations every five years with interested parties to update this code, if applicable; and
 - 8.1.6. To deal with complaints brought before it according to the procedure indicated below.
- 8.2. The Ethics and Professional Conduct Committee is constituted as follows:

- 8.2.1. One member named by the Board of Directors chosen among its members;
- 8.2.2. The Executive Director; and
- 8.2.3. An employee from the Head Office selected by its peers by secret ballot.
- 8.3. The Ethics and Professional Conduct Committee is chaired by the member from the Board of Directors selected in accordance with article 8.2.1.
- 8.4. If one member of the Ethics and Professional Conduct Committee is the subject of a complaint pursuant to article 9, he/she is immediately replaced by another person designated by the Board of Directors for the handling of this complaint.
- 8.5. The Ethics and Professional Conduct Committee can call upon any person able to provide assistance in the fulfillment of its mandate. It can, inter alia, delegate the handling and the monitoring of a complaint or any other mandate to a person or to an ad hoc committee whose constitution and mandate are defined by the committee, as appropriate. In that case, the committee informs the Board of Directors of the matter without delay.

9. COMPLAINTS

- 9.1. A person who feels that the actions, past or present, of a LWBC's representative are in contravention of the provisions of this code may file a confidential, verbal or written complaint to one of the Ethics and Professional Complaint Committee members.
- 9.2. Each complaint is the subject of a swift, impartial and fair investigation.
- 9.3. As a first step, the Ethics and Professional Conduct Committee makes sure the complaint is not abusive.
 - 9.3.1. A complaint is abusive when it is manifestly unfounded, frivolous or dilatory or constituting a vexatious behaviour. It can also result from bad faith, from the use of the procedure that is excessive or unreasonable or harmful to others.
 - 9.3.2. If the complaint is deemed abusive, the Ethics and Professional Committee informs the person who made filed the complaint. Otherwise, the Ethics and Professional Conduct Committee deals with the complaint as provided under article 9.4.
 - 9.3.3. LWBC's representatives who file an abusive complaint, acting in bad faith or without a reasonable cause, who spread misrepresentations, defame or tarnish the reputation of others can be punished.
- 9.4. The Ethics and Professional Conduct Committee deals with complaints in a manner deemed appropriate depending on the circumstances.
 - 9.4.1. The Ethics and Professional Conduct Committee may, if deemed appropriate and warranted by the circumstances and nature of the case,

promote an informal resolution of the complaint, ensuring full participation and consultation of parties concerned if necessary or useful.

- 9.4.2. In cases where an informal resolution of the complaint is not appropriate nor possible or when the seriousness of the alleged infringements so requires, the Ethics and Professional Conduct Committee can proceed with a formal review of the complaint, including the conduct of a diligent investigation into the alleged infringements, the hearing of stakeholders and recommendations to the Board of Directors which may freely dispose of them.
- 9.4.3. During the investigation, the person who is the subject of the complaint can be suspended from his/her duties. Whenever circumstances allow, the immediate supervisor must be consulted beforehand.
- 9.4.4. The subject of the complaint must be heard and has the right to present his/her version of the matter.
- 9.4.5. Persons who file a complaint must not face sanctions or reprisal. If needed, and to the extent possible, their identity is kept secret.
- 9.4.6. Information pertaining to the complaint and to the subject of the complaint is treated in a confidential manner. The Ethics and Professional Conduct Committee and LWBC ensure that the subject's reputation will not be tarnished during the processing of the complaints.
- 9.5. The Ethics and Professional Conduct Committee must report to the Board of Directors on every complaint and on the way they have been handled.
- 9.6. The different parties concerned are informed about the processing of the complaint in a transparent way and within a reasonable timeline.
- 9.7. Any LWBC's representative who violated the provisions of this code is liable to appropriate sanctions, depending on the seriousness of the infringement and its consequences. These sanctions are imposed by the Board of Directors. The Board can delegate its decision to the Executive Committee or to the Executive Director, or consult them for this purpose.