



CODE OF ETHICS & CONDUCT



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CODE OF ETHICS & CONDUCT

BACKGROUND

Ethical behavior is required and expected of each Commissioner and employee of the Commission, whether or not a formal policy governs the matter. While this Code of Ethics and Conduct (“the Code”) is designed to assist Commissioners and employees in fulfilling their ethical obligations to the Broadcasting Commission of Jamaica by highlighting the Commission’s policies on some of the more common ethical issues which they may face, it is not intended to be an exhaustive documentation of policies on ethical issues, as it is impossible to accurately predict all such issues as may arise. Unless otherwise specified, this Code of Ethics and Conduct applies to all Commissioners and employees of the Commission.

This Code is driven by the core values of the Commission:

- **Accountability** – accepting responsibility for actions taken. The “buck” stops with the person who has responsibility/authority for the action or decision;
- **Professionalism** – principles which govern how an individual performs their duties including how they interact with those with whom they come into contact in a manner that produces positive results for the Commissions and its customers as well as the individual;
- **Transparency** – Openness and honesty in decision making, in processes and behaviour and implementation of organizational strategies.
- **Fairness** – Impartiality in conduct and in the execution of the functions of the Commission.

This Code of Ethics and Conduct includes policies, which every Commissioner and employee must be familiar with and includes the following topics:

1. Compliance with Law
2. Equal Employment Opportunity Responsibility
3. Dishonesty
4. Conflicts of Interest
5. Regulatory Filings/ Public Communications
6. Investments
7. Acceptance of Gifts
8. Contributions
9. Work Environment
10. Personal Computers
11. Protection of Assets and Information
12. Employee Protection

- 13. Communication Systems
- 14. Internet Use
- 15. Administration of Standards
- 16. Applicability of Code of Ethics

Introduction

The Broadcasting Commission's success is directly related to the talents, efforts and personal behavior of its Commissioners and employees. The Commission is committed to observance of the highest standards of honesty, integrity, and impartiality by the Commission and its employees in both business and personal dealings, including the avoidance of situations that may lead to conflict of interest.

All Commissioners and employees of the Commission are expected to understand the policies contained in this Code and to conduct themselves according to both the spirit and letter of the Code. These policies are intended to guide their actions and working relationships with licensees, fellow employees, government representatives, media organisations, and all others by whom they may be identified as being members or employees of the Commission. In addition, what is prohibited under these policies shall not be done indirectly, either knowingly or unknowingly, through friends, acquaintances, relatives, or others. These policies are not an attempt to control the private affairs of Commissioners or employees; rather, they are simply a means of ensuring the maintenance and sustainability of the good name of the Commission.

It is the responsibility of management personnel to ensure adherence to this Code. It is also the responsibility of each employee to promptly report any violations of this Code to the Executive Director and for Commissioners to report such violations to the Chairperson of the Corporate Governance Committee. An Ethics E-mail Address, overseen by the Commission's Secretary has been established at **[email address]** and Commissioners and employees may report any violations or other information, which they believe, should be reported under this Code. Any concerns which persons may have regarding questionable accounting, internal accounting controls or auditing matters may also be reported to the Commission's E-mail address and the Commission's Secretary will report such concerns to the Corporate Governance Committee. Information may be reported confidentially or anonymously. Non-compliance with the policies contained in this Code may result in disciplinary action, up to and including termination of employment and/or legal action.



Because it is sometimes difficult to determine the correct course of action in situations involving ethical or moral judgements, you are encouraged to discuss any questions with senior management or the Legal Officer or the Chairperson of the Corporate Governance Committee. In most cases, complete and timely disclosure of all relevant facts will serve to meet the responsibilities of all Commissioners and employees with respect to this Code.

The following definitions apply to this Code:

“Senior Management” means officers of the Commission who report directly to the Executive Director.

“Immediate Family” in relation to a person (X) means any person who is X’s spouse or other life companion, child (whether biological or foster/adopted) or any other of X’s relatives by blood or marriage up to the second degree.

“Material Non-Public Information” means information about the Commission or any of the business of its licensees that has not been generally disclosed to the public through a news release or a widely reported media coverage; and significantly affects, or would reasonably be expected to have a significant effect on the market price or the value of any securities of the companies doing business with, or that may be affected by a decision of the Commission (such securities being hereafter referred to as “Restricted Securities”), or that could affect the decision of a reasonable investor.

Please read this Code of Ethics and Conduct carefully and retain it for future reference. Revisions to this Code may be made from time to time.

1. Compliance with Law

It is the Commission’s policy to comply with all applicable laws, rules and regulations. It is the personal responsibility of each employee and Commissioner to adhere to the standards and restrictions imposed by those laws, rules and regulations. An employee or Commissioner who is unsure of whether a situation violates any applicable laws, rules or regulations should discuss the situation with the Executive Director or Chairperson of the Corporate Governance Committee for resolution. Every effort should be made to record such resolution in writing. Inquiries may also be made via the Commission’s Ethics E-mail Address to prevent possible misunderstandings and embarrassment at a later date. Any violation of applicable laws, rules and regulations, including any conflict of interest that rises to such a level, will be dealt with swiftly by the Commission and, where applicable, promptly disclosed to the applicable law enforcement and/or regulatory authorities.

2. Equal Employment Opportunity Responsibility

Commissioners and employees are expected to perform all job duties and interact with other employees, Commissioners, licensees and members of the public without regard to racial identity, creed, religion, place of origin, gender or gender identity, marital status, age, political opinions, disability, health status, pregnancy or maternity, social status or any other basis prohibited by law. Every employee and Commissioner who is engaged in the recruitment or hiring or supervision of personnel is responsible for seeing that the Commission's policy of non-discrimination is carried out. A Commissioner or employee found to have acted in violation of this policy shall be subject to appropriate disciplinary action, up to and including termination or legal action.

The Commission's policy of non-discrimination must prevail throughout every aspect of the employment relationship including but not limited to, recruitment, hiring, training, promotion, compensation, benefits, transfer, severance, termination and retirement.

3. Dishonesty

All Commissioners and employees are expected to be scrupulously honest in their work and dealings with others. Dishonest acts will result in disciplinary action, up to and including termination of employment and possible prosecution under the law. A dishonest act is an intentional or deliberate act to deprive a person or entity of something of value, or to gain an unfair benefit using deception, false suggestions, suppression of truth or other unfair means which are believed and relied upon. Examples of dishonest acts include, but are not limited to, theft of the Commission's or a licensee's funds, making false entries, and/or removal of the Commission's property without the express permission of management.

Certain laws prohibit the Commission from hiring or retaining as an employee anyone who has been convicted of a criminal offence involving dishonesty, breach of trust or money laundering, including but not limited to, embezzlement, tax evasion, perjury or forgery.

Credit and Criminal Record Checks

The Commission reserves the right to check the criminal records Commissioners and employees.

Reporting Crimes

Anyone who aids, abets, counsels, commands, includes or procures the commission of an offence or who willfully causes an act to be done which if directly performed by him or another would constitute an offence, or conceals and fails to report, as soon as possible, an offence is liable to



the same degree as the person who commits such offence. For the protection of Commissioners and employees and for the good of the Commission, the observation or discovery by a Commissioner or an employee of any occurrence which is illegal, whether committed by a Commissioner, an employee or someone else, must be reported immediately to the Executive Director, Chairperson of the Corporate Governance Committee, or to the Commission's Ethics E-mail Address.

An accusation of a criminal act or criminal intent should be made only after it becomes clearly evident that someone has performed or attempted a criminal act. If you are reasonably certain a criminal act has occurred, contact the Chairperson of the Corporate Governance Committee, the Executive Director, or the Commission's Ethics E-mail Address. Accusations or criminal complaints should be directed only to the above parties. Such information will be kept confidential and provided to others on a need-to-know only basis. Obviously, if every bookkeeping error or entry made by mistake were to become the subject of an investigation, it would cause unacceptable interference with normal business operations. And, since intent or knowledge must usually be shown in order to prove that a crime has occurred, inadvertent or negligent errors that result in false entry are not considered crimes. It is the duty of Commissioners and employees to take action when a suspected criminal act has occurred, but restraint and caution must be exercised so that innocent parties will not be wrongfully accused.

Employee Benefits

Employees are trusted to provide true and accurate information when filing insurance claims and when requesting sick leave. The intentional violation of these guidelines is considered to be a dishonest act.

Expense Reimbursement

Employees and Commissioners will be reimbursed for personal funds legitimately spent on behalf of the Commission. A deliberately misrepresented expense claim is considered to be theft of the Commission's funds. A supervisor who knowingly approves such an expense claim is considered to be an accomplice to the theft of the Commission's funds.

Employee Entertainment

Employees should not entertain other employees at the Commission's expense unless authorized by Senior Management. Senior Management may approve special social functions, such as Christmas parties, retirement and service anniversary receptions and luncheons for business purposes (e.g. recognition of exceptional job performance, business meetings, etc.) in accordance with established guidelines.

Transactions

Commissioners and employees are not permitted to process or post business transactions on their own behalf or that of immediate family members. Instead, these transactions must be received and processed by another person authorized to handle such transactions. Furthermore, adjustments and reversals require approval from management who has been granted authority to initiate such entries. Approval is indicated by the initials or signature of the approving officer on the entry document or electronic screen as applicable.

Authorized instruments of the Commission for personal use, such as official cheques, must be acquired through another person, who is authorized to handle such transactions.

4. Conflicts of Interest

A conflict of interest occurs whenever an individual's private interest, real or perceived, is in conflict with the interests of the Commission or its licensees. Conflicts of interest are prohibited as a matter of the Commission's policy, unless the Commission has approved them. In particular, a Commissioner or employee must never use or attempt to use their position with the Commission to obtain any personal benefit for himself or herself, for immediate family or for any other person.

Sometimes the line between personal benefits and benefits from the Commission is difficult to infer, and sometimes there are both personal and Commission benefits involved in certain activities. The only prudent course of conduct in such situations is to ensure that, in addition to any other approvals required by any applicable laws, rules or regulations, any use of the Commission's property or services that is not solely for the benefit of the Commission, is approved beforehand by the Executive Director or, in situations involving The Executive Director or Commissioners, by the Chairperson of the Corporate Governance Committee.

Any employee who is aware of a material transaction, relationship or other situation which may constitute or give rise to a present or future conflict of interest should promptly discuss the matter with Senior Management (or, in situations involving Senior Management of the Commission, with the Executive Director or with the Commission's Legal Counsel). Since there are many ways conflicts of interest may arise, some of the most common are described below.

a) Outside Employment

Employees may not engage in paid or unpaid employment outside of the Commission or any other outside activity (whether paid or not) that conflicts with duties to the Commission. As a precaution, any outside employment must be disclosed in writing

to a member of Senior Management or, if you are a member of senior management, to the Executive Director or to the Chairperson of the Corporate Governance Committee.

Because of the potential liability to the Commission, employees are not allowed to engage in specific types of outside employment, whether or not you perform similar duties at the Commission. As such, outside employment request must receive approval from the Executive Director or the Chairperson of the Corporate Governance Committee

b) Outside Activities

While appropriate outside activities and memberships are encouraged, employees may not become an officer or accept membership on the Board of directors of any outside entity which poses a potential conflict, without prior disclosure in writing to a member of Senior Management, or where the employee is a member of Senior Management to the Executive Director or the Chairperson of the Corporate Governance Committee. Director's fees received for service on an outside board may be retained.

The policy is not intended to be a prohibition against directorship or participation in non-profit, charitable, religious, educational or civic activities that would not conflict with normal business responsibilities to the Commission.

The Commission encourages employees to volunteer their participation in non-profit, charitable, religious, educational or civic organizations.

c) "Extra" Compensation

Employees should not accept any form of compensation beyond what is received from the Commission for performing their normal work duties.

If employees have been subpoenaed to act as a witness on behalf of the Commission, either for trial or at a deposition they must notify their supervisor and obtain approval. Employees are not entitled to retain any compensation received for acting as a witness on behalf of the Commission unless their supervisor approves it due to perhaps the complexity of the litigation or other extenuating circumstances.

If employees are asked to serve as a consultant representing the Commission in any capacity approval must be obtained. Retention of any fees also received also requires approval from the Executive Director.

If acceptance of outside compensation is prohibited as described above, any funds received must be paid to the Commission and processed as miscellaneous income.

d) Personal Financial Interests and Investments

The confidential information of the Commission and its licensees must never be used in the personal financial affairs of Commissioners or employees, either during or after employment with the Commission. Commissioners and employees should not directly invest in a licensee's business or use non-public information with respect to any licensee, except as permitted in the Investments section of this Code.

Since Commissioners and employees are subject to public scrutiny in the handling of their personal financial affairs, it is their responsibility to manage their financial obligations so as not to reflect negatively on their integrity or the integrity of the Commission.

e) Business Ventures

Commissioners, employees and members of their immediate family should not knowingly invest, either directly or indirectly, in business ventures with the Commission's licensees without prior written disclosure to a member of Senior Management or the Executive Director or to the Chairperson of the Governance Committee. However, this applies only where the investment is of such a type that would reasonably be expected to create a real or perceived conflict of interest. This policy is not intended to prohibit personal investments; rather it is to ensure that any ownership that could be a matter of concern is also a matter of record.

f) Corporate Opportunities

Employees owe a duty to the Commission to advance the Commission's interests when the opportunity to do so arises. Employees and Commissioners are prohibited from taking (or directing to a third party) a business opportunity that is discovered through the use of the Commission's property, information or position. More generally, employees and Commissioners are prohibited from using corporate property, information or position for personal gain.

g) Confidentiality

Except to the extent permitted by law or with the Commission's consent, you may not disclose any confidential information that you obtain in the course of your relationship with the Commission, including, but not limited to, information relating to its employees, licensees, prospective licensees or reports of breaches of broadcasting licences. Confidential information of the Commission includes any non-public information and means all data and information relating to the business, management and affairs of the Commission and its licensees, which are, or come to be, in the possession of an employee, or Commissioner by virtue of his or her position. This policy applies both during and after your relationship with the Commission.

Any such confidential information shall not be used in any way for personal gain or the personal gain of family, friends, acquaintances or anyone else. Violations of this policy include the acquisition of property in which the Commission has, or has had, an interest, as well as the purchase of securities based on non-public information obtained through their relationship with the Commission, except as otherwise permitted in this Code.

h) The Commission's letterhead

The use of the Commission's letterhead for any personal or non-business purpose is prohibited.

i) Personal Business

Employees are not permitted to engage in personal business on the Commission's premises at any time at all or any such business during hours where they are expected to be engaged in the Commission's business, with the exception of normal personal or family maintenance activities. Even then, such activities should be held to a minimum and conducted primarily during lunch, a break, or outside of work hours.

j) Repossessed or Retired property of the Commission

Disposal of Commission property shall be in accordance with government guidelines.

k) Recommending Outside Providers

During the course of business, licensees sometimes request the names of qualified professionals to assist with the preparation of their various licensing applications.

When this occurs, Commissioners and employees should give the licensees a list of individuals or firms providing the service but no refer them to any specific person.

l) Responses to inquiries

During the normal course of business, employees may be required to provide responses to licensees, prospective licensees or other persons. It is important that employees confine their responses to areas relating to their employment obligations, authority and expertise. Employees should refer inquiries outside of their employment obligations, authority or expertise to their supervising officer or Senior Management.

m) Discrimination

It is the policy of the Commission that requirements and standards be consistent for all licensees, employees and Commissioners. Consequently, there should be no discrimination based on, for example, religion and disability.

n) Political Activity

Commissioners and employees of the Commission are expressly forbidden to engage in any type of partisan political activity. In the exercise of official duties, no service or benefit should be denied or provided to anyone on the basis of partisan political affiliation.

5. Regulatory Filings and Public Communications

The sections that follow outline important laws, rules and regulations relating to regulatory filings and public communication, insider trading, bribery and money laundering with which each Commissioner and employee should be familiar.

The Commission is required to file reports with and submit other documents to certain regulatory bodies, including, among others, the Contractor General. It is the policy of the Commission that any report or other document that the Commission files with, or submits to, any such regulatory body, or any other public communication made by the Commission, comply in all material aspects with all applicable laws, rules and regulations.

6. Investments- Insider Trading

It is both illegal and against the Commission's policy for any individual to profit from Material Non-public Information relating to the Commission or any other licensee. Anyone who is aware of such may not purchase or sell any Restricted Securities.

A person found guilty of insider trading in respect of Restricted Securities may be subject to heavy fines or imprisonment pursuant to the Securities Act. All persons who are in possession of Material Non-public Information at whatever times, are required to comply with the law and refrain from trading in Restricted Securities no matter their rank in the organization or how they came to learn about the above information.

7. Acceptance of Gifts

In a number of circumstances, an official of the Commission, without any risk of corruption or breach of trust, may accept something of value from someone doing or seeking to do business with the Commission. The most common examples are the business lunch or holiday season gift from a customer. Also, there is generally no threat of a violation of the statute if the acceptance is based on a family or personal relationship existing independently of any business of the Commission; the benefit is also available to the general public under the same conditions on which it is available to the Commissioner or employee; or the benefit would be paid for by the Commission as a reasonable business expense if not paid for by another party. Described below are guidelines for accepting gifts. Generally, Commissioners and employees may accept:

- Gifts, gratuities, amenities, or favors based on obvious family or personal relationships (such as those between parents, children, or spouse of an employee or Commissioner) when the circumstances make it clear that such relationships, rather than the business of the Commission, are the motive for the gift.
- Meals, refreshments, travel arrangements or accommodations, or entertainment (all of reasonable value and in the course of a meeting or other occasion, the purpose of which is to hold bona fide business discussions) provided that the expenses would be paid for by the Commission, as a reasonable business expense, if not paid for by the other party.
- Advertising or promotional material of reasonable value (a real or perceived value of \$50US or less) such as pens, pencils, note pads, key chains, calendars, and similar items.
- Gifts of reasonable value (a real or perceived value of \$100US or less) that are related to commonly recognized events or occasions, such as promotion, weddings, retirement parties, Christmas events or civic, charitable, educational or religious organization awards of reasonable value for recognition of service and accomplishment.

If a Commissioner or employee is given a gift in excess of the above guidelines, it should be disclosed in writing to Senior Management or, in the case of Senior Management, the Executive Director or the Chairperson of the Corporate Governance Committee.

On a case-by-case basis, the Commission may approve other circumstances not described above, in which an employee accepts something of value in connection with the Commission's business,

provided such approval is made in writing on the basis of a full, written disclosure of all the relevant facts, and is consistent with the provisions of the relevant laws.

8. Contributions

The Commission does not restrict or discourage employees from personally contributing to civic, religious or charitable causes. However, such contributions are not reimbursable by the Commission in any way, either directly or indirectly.

9. Work Environment

Workplace health and safety

All employees have the right to a healthy and safe workplace, free of discrimination and harassment, in which individual and organizational objectives can be met. A good working environment is one that:

- is fair and equitable;
- is safe and supportive;
- is free of alcohol and drugs;
- is free of harassment and discrimination;
- is respectful of individual differences and cultural diversity;
- provides honest performance feedback and development opportunities; and
- is supportive of staff participation in the decision-making process.

The Commission has a duty to its directors, Officers and employees to ensure a safe and healthy work environment in compliance with laws and regulations. Each Officer also has a duty to not endanger the safety and health of their colleagues through willful or inadvertent acts that expose other to physical harm.

Employees who hold managerial or supervisory roles may have additional health and safety responsibilities and should be guided by the Commissions' Human Resource Manual.

Substance Abuse

The abuse of alcohol or other drugs creates a variety of problems in the workplace, such as increased absenteeism, increased financial burden on health insurance and other employee benefit programmes, increased workplace thefts, decreased employee morale, decreased productivity, and a decline in the quality of services. For this reason, the Commission has established the following policies regarding substance abuse.

The Commission prohibits employees and Commissioners from working under the influence of any type of drug, including alcohol, which may impair their ability to perform their duties. Where drugs prescribed by a licensed physician may cause side effects which could adversely affect job safety or performance, Senior Management should be advised.

The Commission prohibits employees from using intoxicants on or off the Commission's premises during working hours, including breaks and lunch periods.

To the extent permitted by applicable law, the Commission reserves the right to terminate the employment of any employee found to be abusing illegal drugs or controlled substances.

Suspected Drug Abuse

Commissioners and employees should promptly report any employee whom they believe might be in violation of the Commission's drug and alcohol policy directly to the Human Resource Manager, or to the Commission's Ethics E-mail address.

Right to Carry out Surveillance

Employees and Commissioners on the Commission's premises or conducting the business of the Commission are subject to surveillance at all times, at the sole discretion of the Commission and without prior notification.

Right to Carry out Search

The Commission may also carry out searches of its possessions for example furniture and equipment. This search may be undertaken by the Executive Director or any other senior management officer so appointed.

Criminal Convictions

An employee or Commissioner, who is convicted of a criminal offence, including an offence involving illegal drugs, must report this conviction immediately or so soon as practicable to the Executive Director in the case of employees and the Chair of the Corporate Governance Committee for Commissioners.

10. Personal Computers

Commissioners and employees are expected to conduct themselves in a manner consistent with the Commission's rules and policy governing the use of its personal computers, (inclusive of tablets and smart phones) information systems and associated software.

11. Protection of Assets and Information

All employees have a responsibility to protect the Commission's assets and ensure their efficient use. The Commission's assets should be used only for legitimate business purposes, except as otherwise provided in this Code.

Licensee information or information relating to licensing that is not available to the public must only be used for legitimate business purposes. It cannot be divulged to persons outside of the Commission without the express approval of the Executive Director of the Commission, except as is necessary for business purposes. Even if sensitive information is divulged accidentally or without malicious or criminal intent, the Commission's business and reputation could be severely damaged. The inadvertent divulging of such information puts the Commission at risk and is a violation of this Policy. Thus, great care should be taken to protect the Commission and private licensee information.

Furthermore, the unauthorized, malicious destruction of the Commission's information, computer-generated or otherwise, is illegal since it is considered the Property of the Commission. Even if a Commissioner or employee has "created" the information, they do not have the right to sell or share it with others outside the Commission or to destroy or erase it without prior approval of an executive officer of the Commission. The intentional, malicious destruction or erasure of information is a violation of this policy that can result in termination of employment and criminal prosecution.

For the protection of these resources, as well as the protection of the Commission and its employees, the following rules of conduct must be adhered to by all personnel who access and use the Commission's information and computer and microcomputer resources and facilities.

The Commission's information and computer programmes are the property of the Commission. The Commission's information and computer resources and facilities shall be used only in conjunction with the performance of specific job functions or as otherwise permitted by this Code.

Commissioners and employees, who are granted computer access, must be authenticated by appropriate security procedures administered by the Commission's Information Systems Department.

Commissioners and employees may not disclose their user ID or authentication password to another person. To do so is a violation of the Commission's information protection policy. Each individual is accountable for all activities involving their authentication password and user ID, whether internal or external to the Commission's facilities.

Each individual is accountable for protecting all information they use or distribute, regardless of the medium on which it is transmitted and/ or stored.

12. Employee Protection

Commissioners and employees have a responsibility to report any statements and/ or actions that are intimidating, harassing, or threatening, if it concerns them, a co-worker, or the Commission in any way. Any such statements or incidents should be reported to the Executive Director or in the case of Commissioners, to the Chair of the Corporate Governance Committee.

The Commission prohibits firearms, explosives, knives, or any other lethal weapons (or replicas of such weapons) or devices capable of causing bodily harm on any of the Commission's property.

The Commission reserves the right to inspect an employee when there is reason to believe such employee has a firearm or other weapon and reason to believe the employee may cause a violent or potentially violent situation. Such inspection may be undertaken by the Executive Director or any other senior management officer so appointed

The Commission will not tolerate harassment of any employee that disrupts or interferes with the employee's work performance or which creates an intimidating, hostile or offensive working environment. Harassment of any kind is not permitted.

Protected Disclosures(Whistle-blowing)

Under the Protected Disclosure Act, every employee who reports an improper conduct is to be protected against occupational detriment (any form of punishment for example discrimination, non-promotion, dismissal or harassment). Improper conduct means any:

- (a) criminal offence;
- (b) failure to carry out a legal obligation;
- (c) conduct that is likely to result in a miscarriage of justice;
- (d) conduct that is likely to threaten the health or safety of a person;
- (e) conduct that is likely to threaten or damage the environment;
- (f) conduct that shows gross mismanagement, impropriety or misconduct in the carrying out of any activity that involves the use of public funds;

(g) act of reprisal against or victimization of an employee;

(h) conduct that tends to show unfair discrimination on the basis of gender, race, place of origin, social class, colour, religion or political opinion;

or (i) willful concealment of any act described in paragraphs (a) to (h).

13. Communication Systems

The Commission provides Commissioners and employees with access to its communication systems (e.g. electronic mail, interoffice mail, telephone, fax, internet etc.) in order to help them accomplish related duties. Commissioners and employees are expected to use these communication systems in a professional manner and in line with the of the Commission.

14. Internet

The Internet serves the Commission in many capacities and in certain instances, business critical functions. Overall, the internet can enable the Commission to be more productive. However in addition to the benefits, accessing the internet presents numerous significant risks to the Commission (viruses, malicious websites, potential theft of data, hacking, access to inappropriate content, spyware etc.). Commissioners and employees with internet access are expected to ensure that their internet activity serves as a business enabler, meets regulatory standards and protects the corporate environment and licensee information. In this respect Commissioners and employees are also to use the internet services of the Commission in line with the Commission's Policies.

15. Administration of Standards

The Corporate Governance Committee has the ultimate responsibility to interpret these policies in any particular situation.

Recognizing Breach of Code

It is expected that there will be situations which may confront an employee or Commissioner which are not specifically covered by this Code or otherwise in the Commission's policies. The responsibility for meeting our legal and ethical obligations cannot be fully defined or ensured by any set of written rules, no matter how extensive they are. In the final analysis, and in the absence of specific provisions, what is considered to be the right practice will rest upon the principles of Honesty, Integrity and transparency and professionalism, which have guided our Commission.

The following checklist provides a useful guide in determining whether particular conduct will be considered acceptable:

- Is it legal?
- Is it consistent with Commission Policy?
- Is it consistent with the Commission's way of doing business?
- Would you be embarrassed if the details were known by your colleagues, family, friends or if printed in a newspaper?
- Does the action you are considering make you feel uncomfortable?
- Are you compromising your own personal ethics in any way?
- Would the Commission be likely to be discredited if this action were known to stakeholders?
- Will it benefit all or most of the stakeholders involved?

Remember that just because an action is not against the law or Commission policy does not mean that it is ethical. When in doubt, clear the particular issue with Senior Management and/or the Corporate Governance Committee as appropriate.

Waivers

From time to time, the Commission may waive some provisions of this Code. Any Commissioner or employee who believes that a waiver may be called for should contact the Chairperson of the Corporate Governance Committee, Executive Director or the Commission Secretary as may be appropriate. Any waiver of this Code for Senior Management or the Executive Director may be made only by the Commission on the recommendation of the Corporate Governance Committee.

Enforcement

The Commission intends to enforce the provisions of this Code in a consistent manner, regardless of the status of the employee at the Commission. Enforcement by the Commission shall commence promptly following notice to the Commission of any violation or alleged violation of this Code. The Chairperson of the Corporate Governance Committee, Executive Director and the Commission Secretary shall be responsible for receiving such notices and for applying the provisions of this Code to situations that violate or potentially violate this Code. An employee or Commissioner who is unsure of whether a situation violates this Code may discuss the situation with Executive Director or the Commission Secretary or the Chairperson of the Corporate Governance Committee, to prevent possible misunderstandings or embarrassment at a later date. The responsibility of an employee or Commissioner to report any questionable behavior

promptly through any of the above channels is a clear and objective requirement of employment. A failure to observe this requirement will itself be a violation of this Code.

The Commission wishes to encourage employees to report questionable behavior, and the Commission will, therefore, not tolerate any retaliatory actions toward employees that have made reports in good faith.

To determine whether a violation of this Code has occurred, an initial investigation will be made by or under the direction of the Executive Director and/or the Chairperson of the Corporate Governance Committee or if deemed necessary, the Chairperson of the Corporate Governance Committee or Executive Director shall conduct interviews with all employees possessing relevant information.

The Chairperson of the Corporate Governance Committee or Executive Director shall present the findings in writing to the Corporate Governance Committee. The Commissioners, such committee or the Executive Director shall take such action as is applicable to enforce the provisions of this Code.

16. Applicability of Code of Ethics

This Code of Ethics and Conduct forms part of the Terms and Conditions of employment to the Commission and the terms on which Commissioners serve. The Commission reserves the right to amend, alter, modify or terminate this Code at any time and for any reason.

Statement of Compliance with Standards

Each Commissioner and employee will receive a copy of this Code which must be reviewed annually and sign a Statement of Compliance to certify that they:

- Have read and understand the policies;
- Are aware that not complying with the policies may result in disciplinary action, up to and including termination of employment;
- Are presently in compliance with the policies and have no exceptions.

The Statement of Compliance provides an opportunity to disclose any matters that may be exceptions to the policies.. A permanent copy will be retained in the Commission's records.



17. Employee Appeal Process

The provisions of this code are not intended to, and do not deny employees the right to the grievance procedures for the staff of the Broadcasting Commission.

Board Approved: April 2017