

Model Supplier Code of Conduct

Business and Human Rights: Advising Clients on Respecting and Fulfilling Human Rights
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Supplier Code of Conduct

This Supplier Code of Conduct sets forth the minimum expectations of [name of company] (“Company”) with respect to the policies, processes, and actions of suppliers on the topics described below in connection with their contractual agreements with the Company. This Supplier Code of Conduct shall be deemed to be incorporated by reference into all contracts for the purchase and sale of goods and services between the Company and its suppliers.

Legal and Ethical Compliance: Suppliers are expected to have in place policies and procedures to conduct their business in compliance with all applicable laws, rules, and regulations, including antitrust laws and applicable sanction regimes in bribery, corruption, money laundering, or other fraudulent practices.

Human Rights and Labor: Suppliers are expected to ensure that slavery and human trafficking are not taking place anywhere in their supply chains or in any part of their business and to comply with international human rights and labor standards. Suppliers acknowledge and understand that the Company has zero tolerance for violence, harassment, or abuse in the suppliers’ operations and for discriminatory policies.

Supply Chain Responsibility: Suppliers are expected to have in place enhanced levels of control and transparency to assist the Company in the commitment to provide traceability throughout the supply chain. The Company expects suppliers to engage in and be supportive of sustainability commitments to improve the quality of farmers’ yields, quality of product, and, in turn, their income.

Environment: The Company expects its suppliers to comply at a bare minimum with environmental laws, to hold required permits and commit to improve environmental practices, and to minimize the environmental impact of their operations through, among other things: (i) efficient use of natural resources; (ii) responsible use of water and energy resources and maintenance of air quality; (iii) proper recycling or disposal of waste; and (iv) practices to avoid adverse impacts in relation to pesticides and deforestation.

Health and Safety: Suppliers are expected to adhere to local health and safety laws and work toward safeguarding the health and safety of their employees.

The Company may assess compliance with this Code at any time it has a business relationship with the supplier, and any violations of this Code may lead to termination of the business relationship.

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This Code is being reviewed on a regular basis. Suppliers will be notified of any important change and the latest version will be available on the Company's website.

Companies doing business with the United Nations are required to accept and comply with the UN Supplier Code of Conduct, which informs vendors that they may not engage in corrupt practices and must disclose information on any situation that may appear to present a conflict of interest; that the UN has a zero-tolerance policy with regards to the acceptance of gifts or hospitality from vendors; and that there are restrictions on the employment by vendors of former UN staff members. The full text of the Code is available at <https://www.un.org/Depts/ptd/about-us/un-supplier-code-conduct>. The sections reproduced below cover labor and human rights, which are most relevant to this publication, and are suitable for adaptation to other circumstances.

UN SUPPLIER CODE OF CONDUCT

United Nations Charter: The values enshrined in the United Nations (UN) Charter, respect for fundamental human rights, social justice, and human dignity, and respect for the equal rights of men and women, serve as overarching values to which suppliers of goods and services to the UN are expected to adhere.

Global Compact: The Global Compact is a voluntary international corporate citizenship network initiated to support the participation of both the private sector and other social actors to advance responsible corporate citizenship and universal social and environmental principles to meet the challenges of globalization. The UN strongly encourages all suppliers to actively participate in the Global Compact. To that end, this Code of Conduct has been developed with recognition of the importance of the ten principles of the UN Global Compact, and is viewed as an important means of integrating the Compact's principles into the operations of the UN. The Code of Conduct addresses the issues included in the Compact in the areas of human rights, labor, environment, and anti-corruption, and interpretation of the Code should be undertaken in a manner consistent with the Global Compact. Suppliers interested in supporting the Global Compact and obtaining more information on the ten principles can visit the Global Compact website at www.unglobalcompact.org.

International Labor Conventions and Recommendations: The International Labour Standards (i.e., Conventions and Recommendations) as established by the tripartite UN specialized agency, the International

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Labour Organization (ILO), have served as the foundation on which much of this Code of Conduct is based. It is the UN's expectation that any supplier providing products or services to the UN will, in addition to the values of the UN Charter, adhere to the principles concerning International Labour Standards summarized below.

1. **Scope of Application:** The provisions of this Code of Conduct set forth the UN's expectations for all suppliers that are registered with the UN or with whom it does business. The UN expects that these principles apply to suppliers and their employees, parent, subsidiary, or affiliate entities, and subcontractors. The UN expects suppliers to ensure that this Code of Conduct is communicated to their employees, and parent, subsidiary, and affiliated entities as well as any subcontractors, and that it is done in the local language and in a manner that is understood by all. In order for a supplier to be registered as a UN supplier or to do business with the UN, the supplier is required to read and acknowledge that this Code of Conduct provides the minimum standards expected of UN Suppliers. In addition, suppliers should note that certain provisions of this Code of Conduct will be binding on the supplier in the event the supplier is awarded a contract by the UN pursuant to the terms and conditions of any such contract. Failure to comply with certain provisions may also preclude suppliers from being eligible for a contract award, as reflected in the solicitation documents of one or more organizations in the UN. Prospective suppliers are invited to review the specific terms and conditions of contract and procurement policies of the organizations within the UN with which they would like to do business in order to ascertain their current and future eligibility.
2. **Continuous Improvement:** The provisions as set forth in this Code of Conduct provide the minimum standards expected of suppliers to the UN. The UN expects suppliers to strive to exceed both international and industry best practices. The UN also expects that its suppliers encourage and work with their own suppliers and subcontractors to ensure that they also strive to meet the principles of this Code of Conduct. The UN recognizes that reaching some of the standards established in this Code of Conduct is a dynamic rather than static process and encourages suppliers to continually improve their workplace conditions accordingly.
3. **Management, Monitoring, and Evaluation:** It is the expectation of the UN that its suppliers, at a minimum, have established clear goals toward meeting the standards set forth in this Code of Conduct. The UN expects that its suppliers will establish and maintain appropriate management systems related to the content of this Code of Conduct, and that they actively review, monitor, and modify their management

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processes and business operations to ensure they align with the principles set forth in this Code of Conduct. Supplier participants in the Global Compact are strongly encouraged to operationalize its principles and to communicate their progress annually to stakeholders.

Labor:

4. **Freedom of Association and Collective Bargaining:** The UN expects its suppliers to recognize the freely-exercised right of workers, without distinction, to organize, further, and defend their interests and to bargain collectively, as well as to protect those workers from any action or other form of discrimination related to the exercise of their right to organize, to carry out trade union activities, and to bargain collectively.
5. **Forced or Compulsory Labor:** The UN expects its suppliers to prohibit forced or compulsory labor in all its forms.
6. **Child Labor:** The UN expects its suppliers not to employ: (a) children below 14 years of age or, if higher than that age, the minimum age of employment permitted by the law of the country or countries where the performance, in whole or in part, of a contract takes place, or the age of the end of compulsory schooling in that country or countries, whichever is higher; and (b) persons under the age of 18 for work that, by its nature or the circumstances in which it is carried out, is likely to harm the health, safety, or morals of such persons.
7. **Discrimination:** The UN expects its suppliers to ensure equality of opportunity and treatment in respect of employment and occupation without discrimination on grounds of race, color, sex, religion, political opinion, national extraction, or social origin and such other ground as may be recognized under the national law of the country or countries where the performance, in whole or in part, of a contract takes place. The UN expects its suppliers to take all appropriate measures to ensure that neither themselves nor their parent, subsidiary, or affiliate entities or their subcontractors are engaged in any gender-based or other discriminatory employment practices, including those relating to recruitment, promotion, training, remuneration, and benefits.
8. **Wages, Working Hours, and Other Conditions of Work:** The UN expects its suppliers to ensure the payment of wages in legal tender, at regular intervals no longer than one month, in full and directly to the workers concerned. Suppliers should keep an appropriate record of such payments. Deductions from wages are permitted only under conditions and to the extent prescribed by the applicable law, regulations, or collective agreement, and suppliers should inform the workers concerned of such deductions at the time of each payment. The wages, hours of

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work, and other conditions of work provided by suppliers should be not less favorable than the best conditions prevailing locally (i.e., as contained in: (i) collective agreements covering a substantial proportion of employers and workers; (ii) arbitration awards; or (iii) applicable laws or regulations), for work of the same character performed in the trade or industry concerned in the area where work is carried out.

9. **Health and Safety:** The UN expects its suppliers to ensure, so far as is reasonably practicable, that: (a) the workplaces, machinery, equipment, and processes under their control are safe and without risk to health; (b) the chemical, physical, and biological substances and agents under their control are without risk to health when the appropriate measures of protection are taken; and (c) where necessary, adequate protective clothing and protective equipment are provided to prevent, so far as is reasonably practicable, risk of accidents or of adverse effects to health.

Human Rights:

10. **Human Rights:** The UN expects its suppliers to support and respect the protection of internationally proclaimed human rights and to ensure that they are not complicit in human rights abuses.
11. **Harassment, Harsh, or Inhumane Treatment:** The UN expects its suppliers to create and maintain an environment that treats all employees with dignity and respect. The UN further expects that its suppliers, and their parent, subsidiary, and affiliated entities as well as any subcontractors, will neither use or engage in, nor allow their employees or other persons engaged by them to use or engage in, any: threats of violence, verbal or psychological harassment, or abuse, or sexual exploitation and abuse. Sexual exploitation and abuse violate universally recognized international legal norms and standards and have always been unacceptable behavior and prohibited conduct for the UN. Prior to entering into agreements with the UN, suppliers are informed of the standards of conduct with respect to the prohibition of sexual exploitation and abuse expected by the UN. Such standards include, but are not limited to, the prohibition of: (1) engaging in any sexual activity with any person under the age of 18, regardless of any laws of majority or consent, (2) exchanging any money, employment, goods, services, or other things of value, for sex, or (3) engaging in any sexual activity that is exploitive or degrading to any person. The UN expects its suppliers to take all appropriate measures to prohibit their employees or other persons engaged by the suppliers from engaging in sexual exploitation and abuse. The UN also expects its suppliers to create and maintain an environment that prevents sexual exploitation

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and abuse. United Nations contracts will contain provisions concerning a supplier's obligation to take appropriate measures to prevent sexual exploitation and abuse. The failure by a supplier to take preventive measures against sexual exploitation or abuse, to investigate allegations thereof, or to take corrective action when sexual exploitation or abuse has occurred constitutes grounds for termination of any agreement with the United Nations. Moreover, no harsh or inhumane treatment, coercion, or corporal punishment of any kind is tolerated, nor is there to be the threat of any such treatment.

12. **Mines:** The UN expects its suppliers not to engage in the sale or manufacture of anti-personnel mines or components utilized in the manufacture of anti-personnel mines.