

YU CAI FOUNDATION

THIRD PARTY CODE OF CONDUCT

Abstract:	Yu Cai Foundation Third Party Code of Conduct
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Superseded documents

Version history

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1. About Yu Cai Foundation

- 1.1 Yu Cai Foundation (“**Foundation**”) was established to advance, uplift and benefit the underserved communities of Malaysia and to promote the learning of vernacular languages of Malaysia.
- 1.2 Through the Foundation’s grant-making programs, the Foundation seeks to provide community development and social welfare.

2. Scope and Compliance

- 2.1 This Third Party Code of Conduct (“**Code**”) is intended to serve as a guide to the minimum standards of integrity and business conduct that the Foundation expects on all third parties who have any dealings with the Foundation (“**Third Parties**”).
- 2.2 The Foundation is committed to the public good, accountability to the public, responsible stewardship of resources and the highest ethical standards. This Code does not cover every issue that may arise, but sets out basic principles to guide all Third Parties.
- 2.3 Where relevant, this Code should be read in conjunction with other policies and procedures which are currently in place. The provisions of this Code and such policies, as may be amended from time to time, include but not limited to the following:
- (a) The **Whistleblowing Policy**, a copy of which is posted on the Foundation’s website;
 - (b) The **Privacy Policy**, a copy of which is posted on the Foundation’s website;
 - (c) The **Anti-Bribery and Corruption Policy**, a copy of which is posted on the Foundation’s website;
 - (d) The **Gifts, Hospitality and Travel Policy**, a copy of which is posted on the Foundation’s website;
 - (e) The **Dealing with Third Parties Policy**, a copy of which is posted on the Foundation’s website.
- 2.4 Any Third Parties who believe a breach of this Code has taken place should report such breach in accordance with the procedures set out in the **Whistleblowing Policy**. All Third Parties are expected to comply with this Code when performing work or services, or during the course of relationship with the Foundation. Failure by the Third Parties to comply with this Code may result

in the termination of such party's relationship with the Foundation and other adverse consequences.

2.5 All Third Parties are expected to follow the applicable laws, rules and regulations, both in letter and spirit that apply to the Foundation and they must not engage in any illegal or improper conduct that is in violation of any laws or regulations. Where any doubts or questions concerning the application or interpretation of this Code, please consult the management of the Foundation ("**Management**").

2.6 All Third Parties who are in receipt of this Code may be required to acknowledge in writing that they have read and understood this Code, and agree to comply with it.

3. Third Party Code of Conduct

3.1 Introduction

3.1.1 As a charitable organisation, and in pursuit of its philanthropic objectives, the Foundation has always striven to uphold the highest standards of honesty, probity, integrity and fairness in all of its dealings, and by taking measures to assure that decisions are not influenced by self-interest.

3.2 Personal and Professional Integrity

3.2.1 All Third Parties are expected to conduct their business in an ethical manner and act with integrity which include:

- (a) Respect all people (including the communities the Foundation works with and serve), their ideas and cultures;
- (b) Exercise integrity in their actions and take decisions solely in the interests of the Foundation;
- (c) Be responsible for their decisions and their consequences, and committed to:
 - Acting honestly, truthfully and with integrity in all the transactions and dealings with the Foundation.
 - Avoiding conflicts of interest and the appropriate handling of actual or apparent conflicts of interest in relationship with the Foundation.

- Treating the Foundation's scholars and grantees fairly and treating every individual or organisation with dignity and respect.
- Treating the Foundation's employees, trustees, any person or organisation associated with the Foundation fairly with dignity and respect.
- Acting responsibly toward the communities in which the Foundation works and for the benefit of the communities the Foundation serves.
- Acting in a manner that is responsible, transparent and accountable for all of their actions to the Foundation.
- Improving the accountability, transparency, ethical conduct and effectiveness of the non-profit field.
- Providing and maintaining a healthy and safe working environment and provide adequate protective equipment, as required by law and complying with all applicable laws and regulations relating to safety and health at the workplace.

3.3 Mission

3.3.1 The Foundation has a clearly stated mission and purpose, approved by the Trustees. All of its programs and activities support that mission and all parties who work for or on behalf of the Foundation are expected to understand that mission and purpose.

3.4 Confidentiality and Data Protection

3.4.1 All Third Parties should respect the strict confidentiality of information entrusted by or on behalf of the Foundation in the course of their works with the Foundation relating to, without limitation:

- (a) the Foundation's business activities;
- (b) any problem the Foundation may be facing; and
- (c) details/particulars of any of the Foundation's members, trustees, employees, scholars or grantees.

All Third Parties are prohibited from divulging any confidential or sensitive information to any unauthorised person(s) unless authorised to do so by the Foundation or legally mandated.

- 3.4.2 All Third Parties must keep such information acquired in the course of their works with the Foundation, confidential, even after termination of their engagement or relationship with the Foundation.
- 3.4.3 The Foundation has adopted the **Privacy Policy** which sets out the guidelines on collecting, storing and handling of Personal Data (as defined in the **Privacy Policy**) in accordance with the Personal Data Protection Act 2010 (“**PDPA**”) and the laws of Malaysia.
- 3.4.4 All Third Parties who are authorised to collect and/or process Personal Data on behalf of the Foundation must ensure that they comply with the PDPA, the **Privacy Policy** and observe the following guidelines (“**Guidelines**”):
- (a) consent must be obtained from, and the reasons for collecting the Personal Data has to be explained to the owner of the Personal Data before collecting such Personal Data;
 - (b) reasonable steps must be taken to ensure that the Personal Data is accurately and completely recorded;
 - (c) access to and use of Personal Data is limited strictly to the purpose for which it was to be collected and any other use of Personal Data must be in accordance with the PDPA; and
 - (d) they shall, when processing Personal Data, take practical steps to safeguard the confidentiality and security of the Personal Data to prevent any loss, misuse, modification, unauthorised or accidental access or disclosure, alteration or destruction.

They shall adhere to the obligations set out in the PDPA, the **Privacy Policy** and the Guidelines during the course of their works with the Foundation, and even after termination of their engagement with the Foundation.

3.5 Conflict of Interests

- 3.5.1 This paragraph 3.5 should be read together with paragraph 5.7 of the **Anti-Bribery and Corruption Policy**.
- 3.5.2 The term “*conflict of interest*” describes any circumstances that could cast doubt on the Foundation’s ability to act with total objectivity with regard to the Foundation’s interests.
- 3.5.3 Third Parties must exercise reasonable care to avoid situations that could result in actual or potential conflict of interest during their business with the Foundation.

- 3.5.4 If a Third Party becomes aware of an actual or potential conflict of interest or a sensitive situation that may impact its work for or with the Foundation or otherwise, it shall notify the Foundation on a timely basis.
- 3.5.5 Depending on the circumstances, Third Parties may be required to put in place appropriate measures to manage the conflict of interest or sensitive situation.

3.6 Solicitation, Bribery and Corruption

- 3.6.1 The Foundation is fully committed to fighting corrupt and unethical practices in the course of conducting its business. Third Parties are prohibited from directly or indirectly soliciting or accepting bribes from any party in the course of their works with the Foundation. Third Parties are also prohibited from offering, giving, agreeing to give or promising bribes to any person. Even the appearance of corrupt activity is damaging to the Foundation and must be avoided.
- 3.6.2 Please refer to the **Anti-Bribery and Corruption Policy**, the **Gifts, Hospitality and Travel Policy** and the **Dealing with Third Parties Policy** for further details. Third Parties are required to comply with these policies at all times.

3.7 Social Media Engagement

- 3.7.1 As Third Parties may engage in any social media platform, they are expected to always use common sense and good judgment in determining what to publish.
- 3.7.2 Third Parties shall:
- (a) not comment on or disclose confidential or proprietary information concerning the Foundation (including but not limited to scholars or grantees' information, financial information, future plans, joint venture partners or imminent departure of key executives), unless they are the designated spokesperson. If clarification is required about what the Foundation information can be made public, please consult the Management;
 - (b) be mindful during their social media engagements of the importance of not damaging the Foundation's reputation, interests and/or bringing the Foundation into disrepute;
 - (c) ensure that they do not act or speak on behalf of the Foundation, represent themselves as the Foundation or make any unauthorised reference to the Foundation;
 - (d) ensure that they do not publish any personal opinions or announcements relating to the Foundation;

- (e) ensure that any content they are permitted to publish concerning the Foundation (including but not limited to scholars or grantees' information, financial information, future plans, joint venture partners or imminent departure of key executives) is factually accurate and complies with the Foundation's policies, particularly those relating to confidentiality and disclosure;
- (f) ensure that they do not post statement or material that is obscene, defamatory, threatening, harassing, discriminatory or hateful to another person or entity, including the Foundation, its trustees, employees, contractors, partners, and/or other business related individuals or organisations;
- (g) ensure that they do not use social media to engage in illegal activities, personal attacks, other non-professional conduct, political use or in any activity which will bring the Foundation into disrepute or embarrassment;
- (h) ensure that they do not disclose personal information of any other person they obtained in the course of their works with the Foundation in social media platforms, and comply with the Foundation's rules and regulations, particularly those relating to confidentiality and disclosure; and
- (i) ensure that they do not use or edit the Foundation's logos, pictorial images or trademarks in personal social media accounts.

3.8 Sexual Harassment

3.8.1 The Foundation is committed to providing a conducive working environment where its employees' and Third Parties' right to protection from all forms of sexual harassment and unsolicited or unwarranted sexual overtures and advances is accorded due recognition.

3.8.2 Any form of sexual harassment by a Third Party against any of Foundation's employees is unacceptable and will be treated as a misconduct by the Third Party and may be reported to the relevant public authorities.

3.8.3 For the purpose of this paragraph 3.8, "sexual harassment" means any unwanted conduct of a sexual nature, whether verbal, non-verbal, visual, gestural or physical, directed at a recipient which is offensive or humiliating or is a threat to the recipient's well-being, arising out of and in the course of the recipient's employment or general workplace relationship and such conduct is unwanted and unwelcome to the recipient.

- 3.8.4 Sexual harassment in workplace includes any related sexual harassment occurring outside the workplace as a result of working responsibilities or working relationships. Situations under which such related sexual harassment may take place include, but are not limited to: -
- (a) at work-related social functions;
 - (b) in the course of official work related travel;
 - (c) at work related seminars or workshops;
 - (d) over the phone; and
 - (e) through electronic media.

3.9 Safety and Health

- 3.9.1 Third Parties must provide a safe and healthy work environment and fully comply with all applicable laws and regulations relating to safety and health in the jurisdictions where they conduct or engage their business with or for the Foundation.
- 3.9.2 Verbal abuse, threats or physical acts of violence or intimidation on Foundation's trustees, employees and other Third Parties are strictly prohibited.
- 3.9.3 Third Parties are strictly prohibited from consuming alcoholic beverages and dangerous drugs, which are not a doctor's prescription, within the Foundation's premises or while conducting its businesses with or for the Foundation.
- 3.9.4 Third Parties are strictly prohibited from possessing or selling alcohol or dangerous drugs or being under the influence of either on or in the Foundation's premises or while conducting its businesses with or for the Foundation.