

Member's Code of Ethics and Conduct

This document describes a code of professional ethics and conduct (the "Code") of the American Chamber of Commerce of The Bahamas (the "Chamber" or "AMCHAM Bahamas").

AMCHAM Bahamas, as a responsible Chamber of Commerce, seeks to enshrine within its Code, strong principles that ensure that its membership conduct themselves in a manner that will (i) not lead to disapprobation or bring AMCHAM Bahamas into disrepute; and (ii) contribute positively to the business environment in The Bahamas in the areas of governance, legislative compliance, law enforcement and best business practices.

We are a membership-based and membership-run organization located in The Bahamas, and a leading voice on trade, investment, and other business-related issues for our members and business community.

Our vision is to stimulate free and fair trade and investment within the Americas and the Caribbean and as such we aim to be the first port of call/choice for foreign investors seeking information and partnerships; a value-added partner for domestic companies; and a powerful/effective private sector lobby with the Bahamian and American Governments.

As the local American Chamber, our core purpose is the advancement of trade and investment between The Bahamas and the United States. As such, in our role as a

facilitator for trade and commerce, AMCHAM Bahamas is focused on bringing leaders, investors and businesses throughout the Americas together, with the intent of increasing the country's capacity for business, trade, investment and export in a manner which promotes ethical business conduct.

Our mission is to add value to our member companies by enhancing competitiveness; generating new business and market access for services/goods; influencing policies and legislation; increasing knowledge transfer; and contributing to sustainable development.

The values that define our culture and belief system are trust, honesty, objectivity, fairness, respect, and candid communications. AMCHAM Bahamas will not discriminate based on differences in ethnic, cultural, and socio-economic backgrounds, different religious beliefs, sexual orientation, disabilities, family responsibilities or age. AMCHAM Bahamas is a merit-based organization in which decisions will be made on the basis of performance, integrity and overall adherence to our core values. We provide equal opportunity for dialogue and the exchange of ideas. We shall seek to engage external persons and entities to develop clear and cogent understanding of issues. We see economic development as critical to overall development and more specifically, a tool for social development, which we view as consistent with our mission.

This Code applies to AMCHAM Bahamas individual members and member companies, and appointed representatives of member companies to AMCHAM Bahamas committees, ad hoc or otherwise. Some aspects of this Code extend to third parties such as immediate family members of Directors and Officers of

member companies.

This Code must be accepted upon application and/or renewal of AMCHAM Bahamas membership.

Members are expected to take all reasonable efforts to comply with this Code.

The Code will be reviewed as needed, and if necessary, amended by AMCHAM Bahamas as required.

The core principle that guides the conduct of AMCHAM Bahamas and its members is a simple one: do the right thing – because it is the foundation for sustained personal, business and national prosperity (the “Core Principle”).

As members, we believe in the Core Principle and confirm that we:

1. Fully support and agree to implement policies and practices that promote corporate responsibility, sound corporate governance, and business ethics;
2. Reject acts of corporate bribery, corruption and ethical misconduct and believe in promoting ethical practices and standards, aligned with international best practice; and
3. Are committed to supporting the fight against corruption of public officials as corruption undermines economic development and the moral integrity of institutions and the country as a whole.

Furthermore, as members, we agree to subscribe and abide by the letter and spirit of this Code and apply the Core Principle in the conduct of our day-to-day business and, at a minimum, to take reasonable and commercial measures to ensure that:

1. Decisions and actions conform to all applicable laws, regulations and corporate policies;
2. Members avoid putting themselves or AMCHAM Bahamas in a conflict-of-interest position.
3. Business will be attracted on the basis of open, equitable and fair competition.
4. Individuals are honest, trustworthy and professional in actions and relations, for and on behalf of AMCHAM Bahamas, and other individuals or entities;
5. The results of each action or decision are fair and even-handed to parties to any transaction or event, in both the short and long term;
6. Each decision or action is proper, in terms of both integrity and the ability to withstand external scrutiny;
7. Honor of commitment to the jurisdiction in which we operate
8. Human dignity is respected in dealings with others;
9. Communications are honest and accurate;
10. Confidentiality is maintained where required and/or appropriate; and

Furthermore, as a member, we agree that:

1. The AMCHAM Bahamas name shall not be used for the benefit of others, or become associated with any illegal, harmful or improper purpose;
2. Any publication, speech, interview, or public appearance on behalf of AMCHAM Bahamas shall only be done with prior approval of AMCHAM Bahamas

3. Any participation or active interest in governmental or political processes shall be done as an individual or as a member representative and not as a representative of AMCHAM Bahamas. Any overt, visible partisan political activity that could cause someone to believe that the actions of a member reflect the views or position of AMCHAM Bahamas is not permitted;
4. No kickbacks or other inducements, including “in-kind” or soft consulting services, shall be presented to AMCHAM Bahamas, its directors, officers or employees when engaging with any procurement transactions; and
5. All procurement transactions with AMCHAM Bahamas must be on terms that are consistent with prevailing market conditions and on an arms-length basis.

Each member is responsible for its own compliance with the Code, and we urge our members to apply and adhere to the principles and guidelines as presented in the Code.

A breach of the Code is a serious matter as it could expose AMCHAM Bahamas to operational, reputational, or legal risks and so a violation of the Code can lead to disciplinary actions up to and including termination of membership or any AMCHAM Bahamas appointment.

To monitor the proper observance of this Code, the Board may at any time convene a Professional Ethics and Conduct committee (the “PEC”) to review the conduct of any member or any representative of a member. The PEC shall have all powers as conferred unto them by AMCHAM Bahama’s Board of Directors, to investigate and advise on suspected or reported breaches of this Code.

The PEC will comprise of a Board Nominee, the Chair of the TAG Committee or their designate and the Chief Executive Officer or their designate.

Any individual or company (member or non-member) may report suspected breaches of the Code to AMCHAM Bahamas Board of Directors.

Further to paragraph 5 above, allegation of breaches of this Code, must first be submitted in writing and include at a minimum, the following information:

1. Identity of the alleged offender.
2. Nature of the alleged breach; and
3. Appropriate supporting material to substantiate the allegations.

Any individual or company imputing a breach of this Code shall have the right to present a case verbally to the PEC and shall have the right to confidentiality and/or anonymity.