



CODE OF CONDUCT AND ETHICS

Table of Contents

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FOREWARD iv

ABBREVIATIONS..... vi

PREAMBLE..... vii

DEFINITION OF TERMS..... i

1. General Code..... 1

2. Rule of Law 1

3. Public Trust..... 2

4. Responsibility and Duties 2

5. Performance of Duties 2

6 Professionalism 2

7. Financial Integrity 3

8. Declaration of Income, Assets and Liabilities 4

9. Moral and Ethical Requirements..... 6

10. Gifts or Benefits in Kind..... 7

11. Wrongful or Unlawful Acquisition of Property 8

12. Conflict of Interest 8

13. Participation in Tenders..... 10

14. Public Collections..... 10

15. Bank Accounts Outside Kenya..... 10

16. Acting for Foreigners..... 11

17. Care of Property 11

18. Misuse of Official Information..... 12

19. Political Neutrality 12

20. Impartiality 12

21. Giving Advice..... 13

22. Gainful Employment 13

23. Offers of Future Employment..... 13

24. Misleading the Public 13

25. Falsification of Records 13

26. Conduct of Private Affairs 14

27. Tax, Financial and Legal Obligations..... 14

28. Bullying..... 14
29. Acting Through Others 14
30. Citizenship 15
31. Enforcement Mechanisms 15
32. Appeal..... 16
33. Review..... 16
ACCEPTANCE..... 16
33. ANNEXTURES 18

FOREWARD

Ethics refers to standard behavior which informs the manner in which people are expected to act in a number of situations through which they find themselves.

This Code of conduct and Ethics outlines the standard behavior expected of Kenya Safari Lodges & Hotels Limited employees. It is designed to assist employees in understanding their responsibilities, obligations and provide guidance whenever they are faced unethical dilemma or conflict of interest. By virtue of their employment, employees are in a unique position of trust. They are therefore required to uphold standards of ethical behavior that reflect stakeholders' expectations.

Unethical behaviour and corruption affect functions and operations of the Company and have the effect of increasing the cost of doing business, occasioning poor service delivery, loss of business and adverse reputation. This negatively impacts on the successful realization of the Company's vision.

KSLH has established key interventions to tackle the two vices. These include: establishment of the Corruption Prevention Committee, appointment and training of Integrity Assurance Officers with the mandate to create awareness and encourage reporting of the vice; formulation of Anti-Corruption policies, Code of Conduct and Ethics while encouraging the reporting of corruption incidences through

different channels, namely: suggestion boxes and Anti-Corruption email addresses and hotlines.

KSLH further commits itself to adherence to the National Anti-Corruption policy.

The Board of Directors is committed to overseeing full implementation of the Code of Conduct and Ethics and shall support all measures necessary to ensure that it is enforced. Employees are expected to read and understand this Code of Conduct and Ethics, uphold the rules and standards established in it, comply with all applicable policies and procedures and ensure that they are aware, understand and adhere to them. Failure to adhere to this Code attracts penalties in accordance with approved Human Resources instruments, relevant laws and regulations in the country.

GENERAL MANAGER/ CHIEF EXECUTIVE OFFICER

ABBREVIATIONS

KSLH-Kenya Safari Lodges & Hotels Limited

LIA-Leadership and Integrity Act, 2012

POEA-Public Officers Ethics Act, 2003

PREAMBLE

KSLH is a commercial state corporation mandated with the provision of premium hotel and lodge accommodation, current conference and business meeting venues, customized beach and safari experiences as well as high value niche products. Being that KSLH falls in tourism sector has once again been identified as one of the key sectors to drive the economic growth towards the realization of the Vision 2030. The activities of the Company focus on economic and social pillars.

The Company comprises of three units:

1. Mombasa Beach Hotel
2. Voi Safari Lodge
3. Ngulia Safari Lodge

Objectives of the Code of Conduct and Ethics

The Code seeks to create a culture where functions and operations of the Company are performed ethically and with integrity. It provides guidelines for individual or collective behaviour and conduct, managerial decisions and protection of the organizational reputation.

Vision

To be the market leader in beach and bush experience

Mission

To guarantee value to guests through heartfelt experiences.

Core Values

- | | | |
|----------------|---------------|--------------|
| 1. Integrity | 4. Customer | 6. Diversity |
| 2. Agility | focus | |
| 3. Inclusivity | 5. Creativity | |

DEFINITION OF TERMS

This code may be cited as the Code of Conduct and Ethics for Public Officers of the Kenya Safari Lodges & Hotels Limited

In this Code, unless the context otherwise requires-

“Company” means Kenya Safari Lodges & Hotels Limited

“Employee” means a person employed by KSLH

“Act” means Leadership and Integrity Act (LIA), 2012

“Commission” means Ethics and Anti-Corruption Commission

“Responsible Commission” means Public Service Commission

“Personal interest” means includes the interest of a spouse, child, business associate or agent or any other matter in which the employee has a direct or indirect pecuniary or non-pecuniary interest.

“Foreign individual” means a person who is not a Kenyan citizen
Foreign organization- is an institution established outside Kenya or is owned or controlled by a foreign government, organization or individual.

“Gainful employment” means work that a person can pursue and perform for money or other form of compensation or remuneration.

“Bullying” means offensive behavior/ action which is vindictive, cruel, malicious or humiliating and is intended to undermine a person.

“Accounting Officer” means General Manager/ Chief Executive officer

1. General Code

(a) The provisions of Chapter Six of the Constitution shall form part of this Code.

(b) Unless otherwise provided in this Code, the provisions of the Public Officer Ethics Act (No. 4 of 2003) shall form part of this Code.

(c) If any provision of this Code is inconsistent with any requirement under Constitution, Leadership and Integrity Act (LIA) 2012 and the Public Officer Ethics Act (POEA) 2003, the latter (Constitution, LIA and POEA) shall prevail.

2. Rule of Law

(a) KSLH employees shall respect and abide by this code, National Values and Principles of governance in Chapter 2 of the Constitution and Chapter 6 on the leadership and integrity.

(b) KSLH employees shall carry out the duties of their offices in accordance with this code.

(c) In carrying out their duties, KSLH employees shall not violate the rights and fundamental freedoms of any person unless otherwise expressly provided for in the code and in accordance with Article 24 of the Constitution.

3. Public Trust

A State office is a position of public trust. The authority and responsibility vested in a State officer shall be exercised by the State officer in the best interest of the people of Kenya.

4. Responsibility and Duties

Subject to this Code, the Constitution and any other law, KSLH employees shall take personal responsibility for the reasonably foreseeable consequences of any actions or omissions arising from the discharge of duties of their office.

5. Performance of Duties

KSLH employees shall, to the best of their ability

- (a) Carry out the duties of the office efficiently and honestly
- (b) Carry out their duties in a transparent and accountable manner
- (c) Keep accurate records and documents relating to the functions of their offices
- (d) Report truthfully on all matters they represent

6 Professionalism

KSLH employees shall

- (a) Carry out duties of their offices in a manner that maintains public confidence in the integrity of the offices

- (b) Treat members of the public and other public officers with courtesy and respect
- (c) Not discriminate against any person, except as is expressly provided by the law
- (d) To the extent appropriate to the office, maintain high standards of performance and level of professionalism within the organisation
- (e) If the employee is a member of a professional body, observe and subscribe to the ethical and professional requirements of that body in so far as the requirements do not contravene the Constitution.

7. Financial Integrity

- (a) An employee shall not use the office to unlawfully or wrongfully enrich themselves or any other person.

- (b) KSLH employees shall not accept a personal loan or benefit which may compromise him/ her in carrying out his/ her duties, Subject to Article 76(2) (b) of the Constitution.

8. Declaration of Income, Assets and Liabilities

(i) Initial Declaration.

(a) Any new employee shall submit to the organization a self-declaration form within thirty days.

(b) The statement date of an initial declaration under subsection (a) shall be the date he or she became an employee.

(c) Every employee shall, once every two years as prescribed by section 27 or as per any new issued circulars, submit to the responsible office for the declaration of the income, assets and liabilities of himself, his spouse or spouses and his dependent children under the age of 18 years.

(ii) When declarations must be made

(a) The declaration shall be submitted in December of every second year.

(b) The statement date of a declaration under subsection (a) shall be the first day of November of the year in which the declaration is required.

(c) Within thirty days after ceasing to be an employee, he or she shall submit a final declaration.

(d) The statement date of a final declaration under subsection (c) shall be the date he or she ceased to be an employee.

(iii) Clarifications

(a) An employee who has submitted a declaration to the Public Service Commission shall provide, without undue delay, any clarification

requested by the Public Service Commission if the request is in writing and is made within six months after the declaration was submitted to the Public Service Commission.

(b) Without limiting what a request for clarification may include, such a request may include:

(i) A request that any information that may have been omitted be provided;

(ii) A request that any discrepancy or inconsistency, including a discrepancy or inconsistency arising because of information other than information included on the declaration, be explained or corrected.

(iv) Information to be correct

An employee submitting a declaration or providing a clarification shall ensure that the declaration or clarification is correct, to the best of his knowledge.

(v) Access to declarations

(a) The contents of a declaration or clarification under this Code shall be accessible to any person upon application to the responsible Commission in the prescribed manner if the applicant shows to the satisfaction of the responsible Commission that he or she has a legitimate interest and good cause in furtherance of the objectives of this Code, in such declaration or clarification: Provided that prior to the responsible Commission making an affirmative decision under this section, it shall grant the opportunity to the affected party to make representations on the matter.

(b) No information obtained pursuant to subsection (a) shall be published or in any way made public except with prior written authority of the responsible Commission.

9. Moral and Ethical Requirements

An employee shall observe and maintain the following ethical and moral requirements

(a) Demonstrate honesty in the conduct of public affairs subject to the Public Officer Ethics Act (No. 4 of 2003);

(b) Not to engage in activities that amount to abuse of office;

(c) Accurately and honestly represent information to the public;

(d) Not engage in wrongful conduct in furtherance of personal benefit;

(e) Not misuse Company resources;

(f) Not discriminate against any person, except as expressly provided for under the law;

(g) Not falsify any records;

(h) Not engage in actions which would lead to his or her removal from the membership of a professional body in accordance with the law

(i) not commit offences and in particular, any of the offences under Parts XV and XVI of the Penal Code (Cap. 63), the Sexual Offences Act (No.3 of 2006), the Counter-Trafficking in Persons Act (No. 8 of 2010), and the Children Act (No. 8 of 2001).

10. Gifts or Benefits in Kind

(a) A gift or donation given to an employee on a public or official occasion shall be treated as a gift or donation to the Company.

(b) Notwithstanding subsection (a), an employee may receive a gift given to him or her in an official capacity, provided that

(i) The gift is within the ordinary bounds of propriety, a usual expression of courtesy or protocol and within the ordinary standards of hospitality;

(ii) The gift is not monetary;

(iii) The gift does not exceed such value as may be prescribed by the Commission in the regulations.

(c) Without limiting the generality of subsection (b), an employee shall not

(1) accept or solicit gifts, hospitality or other benefits from a person who

(i) Has an interest that may be achieved by the carrying out or not carrying out of the employee's duties;

(ii) carries on regulated activities with respect to which the employee has a role; or

(iii) has a contractual or legal relationship with the Company

(2) accept gifts of jewelry or other gifts comprising of precious metal or stones ivory or any other animal part protected under the Convention on International Trade in Endangered Species of Wild Fauna and Flora

(3) any other type of gift specified by the Commission in the regulations.

(d) An employee shall not receive a gift which is given with the intention of compromising the integrity, objectivity or impartiality of the employee.

- (e) Subject to subsection (b), an employee who receives a gift or donation shall declare the gift or donation to the Company
- (f) The Company shall keep a register of
 - (i) gifts received by an employee
 - (ii) gifts given by the Company to the employee.
- (g) The Commission shall make and publicize regulations regarding receipt and disposal of gifts under this section.
- (4) Gifts shall be declared in a prescribed form as issued by the Commission

11. Wrongful or Unlawful Acquisition of Property

An employee shall not use the office to wrongfully or unlawfully influence the acquisition of property.

12. Conflict of Interest

- (a) An employee shall use the best efforts to avoid being in a situation where personal interests conflict with his or her official duties.
- (b) Without limiting the generality of subsection (a), An employee shall not hold shares or have any other interest in a corporation, partnership or other body, directly or through another person, if holding those shares or having that interest would result in a conflict of the employee's personal interests and his / her official duties.
- (c) An employee whose personal interests conflict with their official duties shall declare the personal interests to the Company

- (d) The Company may give direction on the appropriate action to be taken to avoid the conflict of interest and the employee shall
- (i) comply with the directions
 - (ii) refrain from participating in any deliberations with respect to the matter.
- (e) Notwithstanding any directions to the contrary under subsection (d), an employee shall not award or influence the awarding of a contract to
- (i) himself or herself
 - (ii) the employee's spouse or child
 - (iii) a business associate or agent
 - (iv) a corporation, private Company, partnership or other body in which the officer has a substantial or controlling interest.
- (f) Where an employee is present at a meeting, where an issue which is likely to result in a conflict of interest is to be discussed, he or she shall declare the interest at the beginning of the meeting or before the issue is deliberated upon.
- (g) A declaration of a conflict of interest under subsection (f) shall be recorded in the minutes of that meeting.
- (h) The Company shall maintain an open register of conflicts of interest in the prescribed form in which an affected employee shall register the particulars of registrable interests, stating the nature and extent of the conflict.

(i) For purposes of subsection (h), the registrable interests include the interests set out in the Second Schedule. (See annex1)

(j) The Company shall keep the register of conflicts of interest for five years after the last entry in each volume of the register.

(k) It shall be the responsibility of the employee to ensure that an entry of registrable interests under subsection (h) is updated and to notify the Company of any changes in the registrable interests, within one month of each change occurring.

13. Participation in Tenders

An employee shall not participate in a tender for the supply of goods or services to the Company

14. Public Collections

(a) An employee shall not use his office or place of work as a venue for soliciting or collecting harambees.

(b) An employee shall not participate in a public collection of funds in a way that reflects adversely on his or her integrity, impartiality or interferes with the performance of his or her official duties.

15. Bank Accounts Outside Kenya

(a) Subject to Article 76(2) of the Constitution or any other written law, an employee shall not open or continue to operate a bank account outside Kenya without the approval of the Commission.

(b) An employee who has reasonable grounds for opening or operating a bank account outside Kenya shall apply to the Commission for approval

(c) An employee who operates or controls the operation of a bank account outside Kenya shall submit statements of the account annually to the Commission and shall authorize the Commission to verify the statements and any other relevant information from the foreign financial institution in which the account is held.

(d) Subject to subsections (a) and (b), upon the commencement of this Code, a serving employee who operates a bank account outside Kenya shall close the account within six months or such other period as the Commission may, by notice in the *Gazette*, prescribe.

16. Acting for Foreigners

An employee shall not be an agent of, or further the interests of a foreign government, organisation or individual in a manner that may be detrimental to the security interests of the Company, except when acting in the course of official duty.

17. Care of Property

(a) An employee shall take all reasonable steps to ensure that the Company property in his or her custody, possession or control is taken care of and is in good repair and condition.

(b) An employee shall not use Company property, funds or services for non-official duties.

(c) An employee shall return to the issuing authority all the Company property in their custody, possession or control at the end of the employment.

18. Misuse of Official Information

(a) An employee shall not directly or indirectly use or allow any person under his or her authority to use any information obtained through or in connection with

the office, which is not available in the public domain, for the furthering of any private interest, whether financial or otherwise.

(b) The provisions of subsection (a), shall not apply where the information is to be used for the purposes of—

(i) Furthering the interests of this Code; or

(ii) educational, research, literary, scientific or other purposes not prohibited by law.

19. Political Neutrality

An employee shall not engage in any political activity that may compromise or be seen to compromise the political neutrality.

20. Impartiality

An employee shall, at all times, carry out the duties of the office with impartiality and objectivity in accordance with Articles 10, 27, 73(2)(b) and 232 of the Constitution and shall not practise favouritism, nepotism,

tribalism, cronyism, religious bias or engage in corrupt or unethical practices.

21. Giving Advice

An employee who has a duty to give advice shall give honest, accurate and impartial advice without fear or favour.

22. Gainful Employment

An employee who is serving on a full time basis shall not participate in any other gainful employment.

23. Offers of Future Employment

(a) An employee shall not allow himself or herself to be influenced in the performance of their duties by plans or expectations for or offers of future employment or benefits.

(b) An employee shall disclose, in writing, to the Company all offers of future employment or benefits that could place him or her in a situation of conflict of interest.

24. Misleading the Public

An employee shall not knowingly give false or misleading information to any person.

25. Falsification of Records

An employee shall not falsify any records or misrepresent information to the public.

26. Conduct of Private Affairs

An employee shall conduct his or her private affairs in a manner that maintains public confidence in the integrity of the office.

27. Tax, Financial and Legal Obligations

(a) An employee shall pay any taxes due from him or her within the prescribed period.

(b) An employee shall not neglect their financial or legal obligations.

28. Bullying

An employee shall not bully any person.

29. Acting Through Others

(a) An employee contravenes this Code if he or she;

(i) causes anything to be done through another person that would constitute a contravention of this Code if done by him or her

(ii) allows or directs a person under their supervision or control to do anything that is in contravention of this Code.

(b) Subsection (a)(ii) shall not apply where anything is done without the employee's knowledge or consent or if the employee has taken reasonable steps to prevent it.

(c) An employee who acts under an unlawful direction shall be responsible for his or her action.

30. Citizenship

(a) A KSLH employee who acquires dual citizenship shall be treated in line with the provisions of section 31 of the Leadership and Integrity Act, 2012 and Section 80 (c) of the Constitution of Kenya, 2010

31. Enforcement Mechanisms

(a) Enforcement of the Code Upon recruitment or appointment into the Company, an employee shall sign and commit to abide by the Provisions of the Code of Conduct and Ethics. Breach of this Code of Conduct & Ethics amounts to misconduct for which the employee shall be subjected to disciplinary proceedings

(b) KSLH can on its own motion or on receipt of a complaint initiate an investigation.

(c) The investigation will be carried out objectively by the office of the internal auditor or any other relevant officer, on recommendation by the C.E.O.

(d) On receipt of the investigation report, the C.E.O may refer the matter to the Human Resource Committee for deliberation and recommendation of appropriate action.

(e) On conclusion of the deliberations the Committee shall prepare a report containing

- i. A summary of the complaint
- ii. Description of the investigation undertaken and evidence obtained
- iii. Findings and,
- iv. Recommendations

- (f) The recommendations include
- i. Disciplinary action
 - ii. Civil and criminal prosecution
 - iii. Escalation of the matter to the Commission

(g) The officer will be informed of the outcome of the investigation and deliberations within 14 working days of conclusion of the investigation and deliberations respectively

(h) Enforcement and disciplinary proceedings of the Code for staff cadres Grade 1-3 will be undertaken by the Board of Directors.

(h) Violations of the Code will lead to the following disciplinary action as in accordance with the Human Resource Manual or provided in Kenya regulations

32. Appeal

The right to appeal will be exercised in a manner provided for in the Human Resource Manual

33. Review

This code shall be reviewed to reflect the changing environment and operations of the company.

ACCEPTANCE

Iof ID number
.....

Agree to the terms of the KSLH Code of Conduct and Ethics which forms part of my employment. I have read and understood the Code and agree to abide by its provisions.

I understand that any breach of its provisions will render me liable to appropriate disciplinary action

.....
.....

Name

Signature

.....

Position

.....

Date

33. ANNEXTURES

SCHEDULE

Form A

(R.5(4))

Serial No.....

GIFT DECLARATION FORM

(To be submitted in duplicate. Attach relevant information or documentation relating to the gift)

PART I

Recipient's Name:.....

Recipient's designation:.....

National ID/Passport No:.....

Recipient's Employer:.....

Name of the donor institution:.....

Name and title of the presenter:.....

Description of the gift:.....

Current location of the gift:.....

Date of receipt/issuance of the gift:.....

Date of declaration of the gift:.....

Date the gift was surrendered where applicable:.....

Function at which the gift was received/ issued:.....

Signature of declarant:.....

PART II- Recommendation of the processing officer

Retain/Surrender (strike as appropriate)

.....

Remarks of the Authorizing officer

.....

Name and Designation of the Authorized officer

Signature and Date

FORM C

Serial No.....

DECLARATION OF CONFLICT OF INTEREST

(To be submitted in duplicate)

Name of State Officer or Public Officer:.....

Designation of the officer:.....

Personal File No:.....

Description of the Conflict of Interest

Name and Address of the person with whom the officer has an interest	Nature of Interest	Estimated value of the interest	Date interest acquired	Date the interest ceased (if applicable)	Remarks (if any)

I, the undersigned, holding the position of at.....ID/PP

No..... being aware of the provisions of 46 (1) (d) and 46 (2) of the leadership and Integrity/Act, 2012 declare the above information to be true to the best of my knowledge.

Signature of the Officer:.....

Date:.....

Submitted to:.....

Designation of the person submitted to:.....

Signature :..... Date:.....

Registrable interests

1. Directorships in public or private companies, whether or not remunerated directly or indirectly.
2. Remunerated employment (including office, trade, profession or vocation which is remunerated or which the employee has any pecuniary interest).
3. Securities (shares, bonds, debentures or any other similar holding) in a Company or enterprise or undertaking the aggregate nominal or market value of which exceeds a prescribed value while the employee was in office.
4. Contracts for supply of goods and services.
5. Plans or expectations for or offers of future employment.
6. Public affairs advice and services to clients.
7. Shareholdings (amounting or not amounting to a controlling interest).
8. Land and property.
9. Sponsorship (from companies, trade unions, professional bodies, charities, universities or other organizations or individuals).

10. Travel facilities and overseas visits (made by employee, his/ her spouse or child substantially catered for by the Company).

11. Gifts, benefits and hospitality (to an employee's spouse, Partner, child or any other material benefit of a prescribed value, from a Company).

12. Miscellaneous financial interests (not falling within the above categories but which a reasonable member of the public would think might influence the conduct of an employee in his or her office).

13. Non-financial interests (which may reasonably be thought to affect the way a member discharges the duties in his or her office such as unremunerated directorships; membership of public bodies such as hospital trusts, governing bodies of universities, colleges or schools, and other spheres of government; trusteeships, etc.).

14. Pending civil and criminal cases touching on the employee, business associate or firm.

15. Possession of dual citizenship or pending applications for dual citizenship and the status of such application

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GENERAL MANAGER/ CHIEF EXECUTIVE OFFICER

KENYA SAFARI LODGES & HOTELS LIMITED