

# **Taiwan Fund for Children and Families**

## **Code of Conduct**

for

### **Board Members and Senior Management Personnel**

#### **1. Purpose of the Code of Conduct**

Taiwan Fund for Children and Families (abbreviated as TFCF) is a non-profit organization in Taiwan. For the implementation of children, adolescents, persons with physically and mentally disabled and family welfare services, the TFCF board of directors are required to abide the norms and meet the societal expectations while performing duties in the organization. The code of conduct is expected to be in accordance with Principles of Censorship of the Establishment Permission and Supervision of Juridical Person Institutions as Social Welfare Philanthropy Foundations made by Ministry of Health and Welfare (MOHW) and the Articles of Incorporation of TFCF. Board members and Senior Management Personnel should act within the framework of and in compliance with the applicable laws.

#### **2. Applicability**

This Code shall be applicable to all board directors.

This Code shall be applicable to all senior management personnel before the code of conduct for management personnel announced.

#### **3. Principles of honesty and Law-abiding**

Board members are expected to act at all times honestly and in good faith.

Board members shall act at all times in full compliance with all applicable laws and perform duties aggressively to implement the mission of TFCF services.

#### **4. Principles of equality and non-discrimination**

Board members shall respect the diversity of society and act without discrimination of any kind, such as gender, age, race, religious beliefs, political parties, sexual orientation, position, and nationality.

#### **5. Occupational safety and health in the workplace**

Board members shall endeavor to protect the health and safety of employees in the workplace and to prevent workplace violence, threat, intimidation, discrimination and avoid any illegal activities and tort.

## **6. Duty of confidentiality**

- i. Board members shall not divulge any confidential information or data coming to their knowledge during the performance of their duties to persons or bodies outside the organization except when disclosure is authorized by the governors or legally mandated. All board members shall continue to be bound by this obligation after termination of their mandate.
- ii. Board members shall maintain the confidentiality of all material non-public information about TFCF until and unless discharged from such obligations under the requirement of the organization.
- iii. The organization is required to treat as confidential, including information concerning the organization's employees, clients, inventions, trade secret, technical information, creative proposals, professional knowledge, financial accounting information and intellectual property rights, etc., and other sensitive information the privacy, confidentiality, and secrecy of which is valued by the organization (collectively, "Confidential Information").

## **7. Integrity**

- i. Board members shall not abuse their powers or use unduly their position to gain a personal benefit.
- ii. Board members shall act with integrity and avoid improper personal or third party interests. Board members shall reject unsolicited gifts, valuable goods and services, kickbacks, any other improper benefits and shall not accept more bribes for influencing business contracts, decisions, or requests in the organization. This restriction does not apply to accept gifts giving social etiquette or the limit value by TFCF.

## **8. Recuse the Interest/Recusal**

Board members shall not engage in any act of major lending of capital, endorsement, provision of guarantee, or other transactions in conflict with the interests of the organization by the names of board members or any other person.

## **9. Avoid Conflicts of Interest**

Board members shall be aware of conflicts of interest. During the performance of Board members, all actual and potential conflicts of interests shall be disclosed and grant the permission by Board members to the Board meeting under any of the following circumstances:

- i. The existence of the conflict of interest could be damaging to the organization's interest and reputation and bring benefits to the individual Board member, his/her spouse, direct descendant, any relative within the third degree of kinship, partner, any organization/company which the board member has served or will serve.

- ii. The existence of the conflict of interest could be damaging to the organization's interest and reputation while the board member is unable to perform duties effectively and efficiently caused by the above connected people or organization/company.

### **10. Principles of Impartiality**

Board members shall exercise objective independent judgement on organization affairs. It shall not practice differential treatment or discrimination while reviewing the financial, personnel, and operating results of the organization.

### **11. Restricted Political Activities**

Board members shall not engage or misuse organization resources in any political party activities. This restriction does not apply to attend public activities which are approved by the Board meeting.

### **12. Violation and Conduct Penalty Code**

Failure to follow the ordinance, bylaws and the code and circumstances be significant enough to prejudice the interests of the organization, will result in disciplinary action and report violations of the code to the Board which be notified by the chair of the Board or 3 Board members.

Any board member alleging violation of the code should not disclosure of suspected wrongful conduct from any form of retaliation, threat of retaliation to the informant.

### **13. Violations Grievance Procedure**

For Board members to report suspected violation of our Code of Conduct, the Violations Grievance Procedure is to be implemented though the veto proposal within 30 days after the Board Resolution has published.

### **14. Method of disclosure**

TFCF's Code of Conduct and any amendments to it, shall be disclosed to the public.

### **15. Enforcement**

TFCF's Code of Conduct and any amendments to it, shall enter into force after it has been adopted by the Board.