

2019 - 2022

# EASTERN CARIBBEAN ALLIANCE FOR DIVERSITY AND EQUALITY

BOARD GOVERNANCE MANUAL





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## ***Introduction to ECADE***

### ***History***

At a 2015 Eastern Caribbean Litigation, Advocacy, and Strategy meeting convened in Grenada, activists from organisations in various islands called for the creation of a regional hub, to be known as the Eastern Caribbean Alliance for Diversity and Equality (hereafter ECADE). In 2016 the Eastern Caribbean Alliance for Diversity and Equality Inc. was registered as a Not for Profit Company under the Companies Act of Saint Lucia, Chapter 13.0.1.

The Eastern Caribbean Alliance for Diversity and Equality Inc. (hereafter ECADE), is an independent umbrella organisation, inclusive of all small island territories in the eastern Caribbean. Geographically this includes the islands from the Virgin Islands down to Grenada. ECADE works with lesbian, gay, bisexual, transgender, queer and intersex persons (LGBTQI) and human rights organisations within these countries to strengthen their institutional capacity and provide a platform to strategise and work towards equality within the eastern Caribbean.

As of 2019, ECADE had representatives from 23-member organisations across 11 countries in the eastern Caribbean. The nations represented include Antigua and Barbuda, Anguilla, Barbados, Dominica, Grenada, Saba, St Martin/Sint Maarten, Saint Kitts and Nevis, Saint Lucia, Saint Vincent and Grenadines and the US Virgin Islands. Member organisations work on Human Rights issues related to LGBTQI, Youth, HIV and Women. Collaborations with other human rights organisations including persons living with disabilities also forms a focus of the work for

### ***Vision***

An empowered eastern Caribbean that promotes a culture of human rights, equality, justice and respect for all LGBTQI people.

### ***Mission***

To strengthen regional capacity for the security and full recognition of human rights.

ECADE.

### ***Values***

As an umbrella organisation, ECADE and its members share common values and principles which guide its work, decisions, and strategies. The core values are based on the presence of positive conditions that support physical, social, cultural, economic well-being, equality and safety for LGBTQI people in the eastern Caribbean.

- 1) **Respect and Courtesy** - ECADE is non-judgmental and ensures that its activities are free from discrimination on the basis of class, race, educational background, gender, gender identity, political opinion, nationality or other status. The organisation takes pride in the histories, cultures and accomplishments of LGBTQI organisations in member countries and beyond.

- 2) **Diversity**- ECADE encourages everyone to appreciate and celebrate difference in others. The outcome will create an environment of diversity, inclusion and integrity with opportunities that allow everyone to achieve their potential.
- 3) **Meaningful participation**- ECADE believes that all LGBTQI member organisations must be empowered and vibrant. It is important to build a collaborative culture, in the spirit of teamwork that is unified in its shared values.
- 4) **Integrity**- ECADE speaks out when it is necessary; when the rights of vulnerable persons, especially LGBTQI persons and organisations are adversely impacted across the region. ECADE is committed to accountability and transparency.

### ***Logo***

The logo features three crossed stalks of bamboo, a plant native to the global south. The bamboo represents strength, flexibility, versatility, resilience and growth. The fusing of the stems further signifies the power of cohesiveness. The bamboo stalks are flanked by interconnected swirls of rainbow colour, symbolising the LGBTQI community and our common bond. The curved shape loosely follows the geographic arrangement of the eastern Caribbean islands, further situating the organisation.

### ***Formation***

ECADE was officially launched on Human Rights Day in December 2016. This followed two meetings in Grenada in 2015 and Saint Lucia in 2016 with wide representation of LGBTQI organisations in the eastern Caribbean. A planning committee constituted at the 2016 meeting to develop and implement the plans of ECADE included representatives of organisations in Grenada, Saint Lucia, Barbados, Saint Martin/ Sint Maarten, Barbados and Dominica.

### ***Board***

The inaugural board elected following the first general meeting of the ECADE membership on Monday, February 6, 2017 included: Chair, Rene Holder-McClean-Ramirez - Barbados, Lavonne Wise - St Croix, Lysanne Charles-Arrindell - Saint Martin/ Sint Maarten, Washington Bramble – Antigua and Barbuda, Tynetta McKoy - St Kitts and Nevis, Richie Maitland - Grenada, Joan Didier - Saint Lucia, Arlene Gregoire - Dominica, Adaryl Williams - Saint Lucia, Hayden Bethelmy - Grenada, Sean Frederick - St Vincent and the Grenadines.

The board has full oversight of the operation of the organisation. It meets regularly electronically and it is expected that one (1) in-person meeting will be held annually. Members are drawn from LGBTQI organisations in the eastern Caribbean, experienced in advocacy and management. The board composition is also representative of the geographic sub-groupings within the sub-region and the communities served by the organisations.

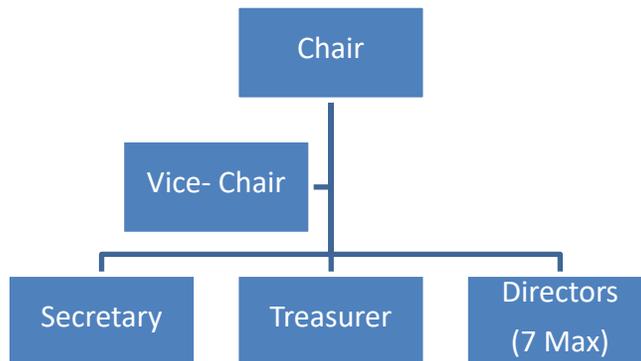
Also confirmed at that meeting was the inaugural staff of the secretariat, namely, Kenita Placide of Saint Lucia as the Executive Director, Josephine Lubin - Accounts Assistant, Maria Fontenelle - Communications and Programmes Officer and Fernander Augustin - Administration/ Programme Assistant.

# ***Governance of ECADE***

# ***Governance of ECADE***

ECADE is governed by a Board of Directors which is responsible for setting strategic direction and providing oversight for the organisation. The Board comprise a Chair, Vice- Chair, Secretary, Treasurer, and up to seven (7) other directors (see below). The Executive Director while not a member of the Board, reports to the Board on operational issues and is supervised directly by the Chair. To be eligible for election to the Board of Directors, the member must be over eighteen (18) years and a citizen of the eastern Caribbean. Each director shall have one vote, and a simple majority of those present and voting at the meeting shall decide all issues.

## **Organisational Chart- Board of Directors**



## **Board Governance, Board of Directors and General Duties**

### **Board Governance**

Refers to the manner in which the Board of Directors provide oversight, stewardship, due diligence and responsibility for the organisation.

This includes:

- Providing appropriate structures to facilitate effective decision making;
- Identifying and enforcing clear processes to address concerns and approvals of decisions;
- Creating and monitoring systems to ensure effective and efficient board functions;
- Drafting and reviewing procedures and guidelines to ensure the effective operations of the board.

### **Board of Directors**

A Board of Directors is a group of elected or selected members who are responsible for maintaining the interest of their shareholders or members and provide collective strategic direction for the organisation. It provides collective leadership and oversight of the organisation.

### **Duty of a Board of Directors**

The Board is placed in a position of trust and exercises fiduciary duties. These include:

- **Duty of care:** All directors have a legal and moral obligation to act with honesty and good faith in relation to ECADE. In doing so, due care, diligence and skill must be

exercised. Information about ECADE and its' affairs shall not be disclosed without permission of the Board. It is the duty of all directors to familiarise themselves with all of the legal obligations of a director contained in the Companies Act of St. Lucia, the By-Laws and other policies and procedures which from time to time which may be approved, to aid in the proper running of the organisation.

- **Duty of loyalty:** All directors are to act in the best interests of the organisation and not in their personal or private interest.
- **Duty of obedience:** All directors are to act within the organisation's mandate and ensure that the mission, goals and values of ECADE are upheld at all times and are adhered to.

### **Principles and Values of the Board of ECADE**

All directors of ECADE must subscribe to and exhibit the values set out below. These will be used to guide the board in its' decision-making and to appraise directors on their performance and representation of the organisation. These values are:

- (a) accountability,
- (b) commitment,
- (c) confidentiality,
- (d) consensus, e.g. restriction on individual/group public statements on policy issues, without the approval of the board,
- (e) due diligence/ prudence in responding to issues/ situations,
- (f) honesty/openness,
- (g) integrity,
- (h) leadership,
- (i) objectivity,
- (j) inclusion,
- (k) professionalism,
- (l) punctuality,
- (m) courtesy,
- (n) responsible use of social media and other forms of communication,
- (o) selflessness.

### **Roles and Responsibilities of the Board of Directors**

#### **Board of Directors - Responsibilities**

Collectively, the board is charged with exercising strategic direction, leadership and oversight for ECADE. These include:

- 1. Foresight:** Establishing vision, mission and values – an externally oriented long-term style thinking. It comprises stating the purpose of the organisation, creating vision and values, developing an appropriate organisational climate and culture and monitoring the external environment
- 2. Strategic direction:** The board as the highest management decision-making body is responsible for developing, monitoring and the plans to implement

a strategic plan to guide the organisation. This strategy should relate to the agreed vision and mission and values to be achieved and maintained.

- 3. Developing policy:** The board is responsible for developing policies from time to time to aid in increasing efficiency, effectiveness, transparency and accountability.
- 4. Oversight:** The board is required to provide oversight over all activities including the financial position of the organisation, programmatic monitoring, stakeholder relationships and general management of the resources of ECADE. Delegation to management – The board may appoint, delegate, and otherwise authorise others to act on its behalf and may compensate such others for so doing. Once delegated, the board may oversee management performance by, for example, establishing performance measures to monitor implementation of strategy, policies and plans and the legal and fiduciary obligations of the organisation.
- 5. Leadership:** The board is to provide leadership for the organisation and drive innovative processes and collaborations.
- 6. Accountability:** The board is accountable to the members of the organisation. Accountability to members according to the requirements at law include providing annual reports, the published accounts and the annual general meeting.
- 7. Compliance:** The board is responsible for monitoring the implementation of all policies and ensure compliance.
- 8. Funding:** The board has the power and authority to raise funds including grant funds and other contributions, on behalf of the organisation.
- 9. Confidentiality:** Board meetings are in principle open to all members, but issues concerning staff and financial details discussed at the board level are to be treated as confidential.

Other key functions include:

10. Performance Review of Executive Director: The board is responsible for setting the targets, tasks and responsibilities of the Executive Director and conducting annual performance reviews of the Executive Director.
11. The board has the power to appoint and dissolve subcommittees and to appoint advisors as necessary to fulfil its purpose.
12. The board must ratify any decision taken by (a) sub-committee(s)/ consultant(s) before such a decision can take effect.
13. The board will be responsible for initiating disciplinary hearings and for taking action against members who may infringe the organisation's code of conduct, byelaws or constitution as applicable.

14. In accordance with the Companies Act of St. Lucia Cap 13.01 directors are not liable for any of the obligations and liabilities of the organisation or for any loss suffered by any person as a result of any act or omission which occurs in good faith while the director is performing functions for or on behalf of the organisation.

## **Officers of the Board**

### **Role of Chair**

The Chair of ECADE shall preside at all meetings of the board and members, sign all instruments which require the signature of the Chair, supervise the Executive Director and perform such functions incident to this office and such other duties as may be approved from time to time by the board.

The Chair and Treasurer shall jointly sign off on the annual budget as well as the annual audited reports.

### **Role of Vice-Chair**

The Vice-Chair shall perform all roles and functions of the Chair in the case of absence, disability of performing duties, or refusal to act as Chair and perform such other functions as may be approved from time to time by the board.

### **Role of Secretary**

The Secretary is to act as secretary of all meetings of the board and meetings of members and have charge of the minute books, registration documents and other documents of the organisation. Additionally, the Secretary is responsible for all board communication, notices of meetings and ensures that all statutory requirements are filed as required by Section 177 of the Companies Act of St. Lucia Cap 13.01.

### **Role of Treasurer**

The Treasurer shall be responsible, jointly with the Executive Director, for preparing the financial report and seeking approval of the annual budget of the organisation and presenting the same at the annual general meeting and perform such other functions as may be approved from time to time by the board.

The Treasurer and the Chair jointly sign off on the annual budget as well as the annual audited reports.

## **Decision Making Process**

### **Board**

In order for a board meeting to be constituted, 50% + 1 need to be present. This quorum also has the power to make decisions that are binding for the rest of the board. However, in some circumstances, the board may require all members to be present to ensure that decisions taken are representative and inclusive.

In most instances, decisions are based on a simple majority vote rather than consensus. However, the Chair and the rest of the board can seek consensus on issues of special interest where the implications are wide reaching. It is important for the board to collectively discuss what such situation may be or flag them when they arise.

## **Responsibilities of Individual Board Members**

In addition to the roles and responsibilities outlined for the Board of Directors above, each director or board member will perform such roles as may be approved from time to time by the board. In addition, the responsibilities include:

### **1. Confidentiality**

During the period of their mandate as well as after its termination, a board member has the duty to abstain from disclosing to anyone or to use for personal benefit, directly or indirectly, any personal or professional details of staff, partners, sponsors, etc. including information related to health data as well as all financial information including the salary structure. Each board member undertakes to maintain the strictest confidentiality in respect of confidential information received in the course of their mandate by ECADE.

Moreover, the Board member has the duty to abstain from disclosing to anyone sensitive issues discussed on the mailing list or in board meetings including:

- strategic information, application for funding, applications for scholarships, discussion on policy issues, financial information, employment issues and conversations related to staff.
- personal information, including individual positions of board members, within a discussion of the Executive Board should remain undisclosed.
- Confidentiality also applies in relation to Staff.
- Each board meeting will have an item where the board can meet in private without the Executive Director and other staff members.

All Board members (current and forthcoming) are required to sign the Declaration of the Code of Conduct and Conflict of Interest forms included in this manual.

### **2. Representing ECADE**

All directors are ambassadors of ECADE. Once mandated by the board to communicate decisions, each director will be responsible for informing local organisations and stakeholders of board activities and decisions.

Board members may, on certain occasions and appropriate moments, represent the organisation externally at appropriate moments with the expressed approval of the Chair and in close coordination with the Executive Director.

## **Membership**

### **Types of Membership:**

There are three tiers of membership:

- Full Membership
  - o Full membership is reserved strictly for LGBTQI organisations.
- Associate Membership
  - o Associate membership is available to women rights and gender rights organisations, HIV and AIDS service organisations, other human rights organisations and those who share a similar mandate.
- Individual/ Affiliate Membership
  - o Individuals with skills and expertise, or other related professions, who are allied with or interested in the mandate of ECADE.
  - o (Or individual members are more seen as “Friends of the organisation?”)
- There is no membership fee.

## **Committees**

The board may from time to time as deemed necessary appoint committees consisting of such number of directors and members as may be deemed desirable and may prescribe their duties. The board may establish, repeal or amend the Terms of Reference of the standing committees of the organisation at their discretion. Each committee is a standing committee of ECADE.

Requirements for all committee members:

- attend 80% of all committee meetings (majority are conference calls);
- remain informed of all related and relevant matters of relevance to the work of the committee;
- adhere to the requirements specified for the specific committee.

## **Audit/Finance Committee**

### **Purpose:**

The Audit/Finance Committee will facilitate the external and internal audit of the organisation for the board to obtain independent information about the organisation's activities. The Audit/Finance Committee may serve a leadership role in this area, making sure appropriate internal control procedures for all financial transactions are documented in a manual and followed by staff.

The committee may also play a role in determining and updating bank account signatories as well as overseeing that all legal and governmental filing deadlines are met. The Treasurer should not concurrently chair the Audit/Finance and the Fundraising Committee.

### **Composition of Committee:**

The committee will be comprised of a minimum of 3 members. At least one member must serve on the current board and every effort must be made to ensure that at least one member must have financial literacy. The Treasurer shall be a member of the committee and the Executive Director an ex-officio member.

**Roles and Responsibilities:**

The Audit/Finance Committee's responsibilities may include the following:

1. oversee the financial reporting and disclosure process, and monitor the choice of accounting policies and principles;
2. review the audit plans and reports of the external auditors and internal auditors, and consider the effectiveness of the actions taken by management on the auditors' recommendations;
3. conduct periodic internal checks on key processes to ensure compliance with the established procedures, and report to the board on the findings and recommendations for improvements;
4. analyse and address the risks that are associated with the key processes;
5. oversee regulatory compliance and whistle-blower guidelines (where applicable);
6. report to the board of any financial irregularities, concerns and opportunities;
7. liaise with auditors on any significant matters arising.<sup>1</sup>
8. Identify and recommend the auditor for approval by the board or annual general meeting as applicable.
9. review the draft audit as presented by the auditor.
10. present the audit report to the full board of directors (if the auditor does not do this).
11. review the management recommendation letter from the auditor and ensure follow up on any issues mentioned.

**Reporting/ Accountability:**

The committee reports and is accountable to, in every instance, the Chair of ECADE and to the board members orally or in writing.

## **Fundraising Committee**

**Purpose:**

This committee is tasked to proactively raise funds for ECADE in order to ensure the financial sustainability of the organisation.

**Composition:**

The committee will be comprised of a minimum of 3 members. At least one member must serve on the current board and every effort must be made to ensure that at least one member must

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<sup>1</sup> The finance committee may be called upon to perform the roles of the audit committees that is usually separate in larger organizations

have financial literacy. The Treasurer shall be a member of the committee and the Executive Director or the Development Officer (as determined by the Executive Director) an ex-officio member.

**Roles and Responsibilities:**

The committee shall:

1. identify new sources and foundations to acquire resources;
2. research, identify and explore new opportunities to raise funds including new grant opportunities, partnerships, products for retail sales, membership, donations and events.

**Reporting/ Accountability:**

The committee reports and is accountable to, in every instance, the Chair of ECADE and to the board members orally or in writing.

## **Human Resource/Membership Committee**

**Purpose:**

The human resources/membership committee will assist the board to:

**Human resource functions**

1. ensure the organisation has an effective organisational structure and compensation policies and practices;
2. ensure appropriate processes are in place for the selection, evaluation and succession of senior management;
3. ensure the Executive Director and organisation conducts annual staff evaluations;
4. make recommendations on the compensation package for the Executive Director to the board at the request of the board;
5. such other related initiatives as may be necessary or desirable to enhance board performance;

**Membership functions**

6. provide input/suggestions to expand/ improve services and add value to membership;
7. provide input/suggestions on how to increase membership to further support ECADE's initiatives by developing guidelines on the process for new membership,
  - the guidelines should describe/ include the process of nomination of new member/organisation, a process to verify/ the intended organisation's mission, vision, organisational profile,
  - the guidelines to stipulate criteria for Full Membership, Associate Membership and Individual Members;
8. ensure in preparation for the Annual General Meeting to be held in 2021 which will be the first where new members will be elected through a voting process, a platform is established where new organisations/ members get voted in, based

on information/ proposal/ motivation submitted by the Membership Committee at least 3 weeks before the AGM;

9. work with Executive Director, board members, staff, and volunteers in assisting member organisations with membership issues or initiatives;
10. be able to answer questions regarding ECADE's mission, objectives and structure including addressing questions and provide information regarding membership (for example membership categories, etc.);
11. actively recruit new members and promote and encourage participation in ECADE;
12. assess membership needs through instruments such as surveys and questionnaires or other methods suggested by the board, and communicate the members' needs to the board;
13. ensure current and new (as of 2021) member organisations sign their membership forms;
14. establish, the expectation and mutual respect in regard to sexual harassment and the process of complaints if these expectations are not met or violated.

**Composition:**

The committee shall consist of three (3) directors. The committee meets at least two (2) times a year and otherwise as necessary.

**Duties and responsibilities:**

The committee has the following specific responsibilities:

1. Policies and compensation
  - a. Review annually the organisational structure, compensation philosophy, performance management system and human resource policies, and recommend to the board any necessary changes.
  - b. Review the annual adjustments to compensation proposed by management and, if satisfied, recommend approval to the board.
2. Executive Director appointment
  - a. Advise the Chair, who establishes and leads the process for identifying, recruiting, and appointing the Executive Director.
  - b. With input from the board, assist the Chair in
    - o developing criteria to be met by candidates
    - o reviewing and assessing qualifications of candidates and recommending a candidate to the board.
3. Executive resignations
  - a. Conduct exit interviews of individuals leaving the Executive (except for the Chair and Vice Chair) positions.
4. Succession planning
  - a. Annually review management's succession and development plans for the Executive Director and senior managers, and report to the Board.
5. Evaluation of the Executive Director
  - a. Ensure the following pointers from the Risk Management section in the Strategic Plan is included in ED's evaluation:
  - b. Lead the annual evaluation for the Executive Director. In particular, under the leadership of the chair of the Human Resource Committee:

- Develop a preliminary assessment of performance based on the results of the evaluation,
  - Review the preliminary performance assessment with the Chair,
  - Finalise the performance assessment, and review any significant changes with the Executive Director and the board,
  - Develop jointly with the Chair the goals and objectives for the Executive Director for the ensuing year.
6. Governance
- a. Develop and annually update, a long-term plan for board composition that takes into consideration the current strengths, skills and experiences on the board, retirement dates and strategic direction of the organisation.
  - b. Develop recommendations regarding the essential and desired experiences and skill for potential directors taking into consideration the board's succession plan.
  - c. Review, monitor and make recommendations regarding the orientation and on-going development of existing and new directors.

**Reporting/ Accountability:**

The committee shall report to the board orally or writing.

**Mandate review and self-evaluation**

1. The Human Resources Committee will on an annual basis, review these Terms of Reference and evaluate the committee's performance against them and report the results of the review and self-evaluation to the Board.
2. Conduct an annual board review to review the involvement of board members and member organisations, including ensuring separation without crossing boundaries between Governance/Oversight vs Operations.
3. Ensure board recruitment of candidates who have the ability to fully participate and contribute to the functioning of the organisation.

**Legal Committee**

**Purpose:**

The purpose of the Legal Committee is to offer advice to the ECADE board and secretariat concerning legal issues and to stay abreast of relevant legal matters in the region which may prohibit LGBTQI empowerment.

**Composition:**

The Legal Committee shall be made up of at least three (3) individuals acceptable to the board. The Chair of the Legal Committee must have a legal background. The other two members must have a general interest in law. The latter appointments will be based on recommendations made by the Chair of the Legal Committee to the board. The Executive Director shall be an ex-officio member. The Legal Committee shall also have the authority to invite individuals to serve as seconded members to the Committee. The nature and length of the secondment shall be at the discretion of the committee Chair.

The Chair of the Legal Committee may recommend the removal of any members to the board, and in the interim, may suspend member participation until the board has made a decision on the removal.

All members must

1. operate in accord with the principles of ECADE;
2. should have a working knowledge of Yogyakarta Principles, international conventions relevant to LGBT advocacy, including UDHR, ICCPR, IAHR, CARICOM Civil Society Charter, Commonwealth Caribbean Bill of Rights and OECS Framework;
3. demonstrate the ability to read and analyse judgments;
4. be able to express her or himself well in writing and orally;
5. possess the ability to work as a part of a team and take and execute instructions.

**Duties and responsibilities:**

The Legal Committee shall perform the following functions:

1. conduct legal research, pleadings, managing communications of legal positions, opinion writing and litigation for the purpose of decriminalization or other forms of accessing justice for LGBT people;
2. provide legal strategic guidance and recommendations to the board on the organization's communication with regulatory authorities, law makers and government;
3. report regularly to the board on the state of litigation cases;
4. recommend advocacy and legal campaigns to ECADE management;
5. review relevant legal documents sent to it by ECADE Executive Director or board.
6. work with lawyers and other legal experts to advance the agenda of ECADE;
7. such other duties as may from time-to-time be assigned to the Committee by the board.

**Reporting/ Accountability:**

The committee shall report to the board orally or writing.

**Confidentiality:**

All business transacted by the Committee is confidential.

**Budget:**

The Committee will advise the board on any projects covered by its remit and will from time to time request a budget for approval.

**Committees in development**

- Safeguarding Committee



# **Policies and Procedures**



# Policies and Procedures

## CODE OF CONDUCT / ETHICS POLICY – GENERAL

### 1. Purpose

- The purpose of this Code of Conduct is to establish the standards of behaviour expected from all employees, board members, volunteers, third party service providers (all those directly involved with ECADE) in order to effectively contribute to ECADE's mission and objectives.

### 2. Application

- The Code applies to all employees, board members, volunteers, third party service providers, consultants, including legal persons and others hereinafter referred to as "all those directly involved with ECADE". They are expected to adhere to the standards in this Code.

### 3. Compliance with Saint Lucia laws and regulations

- All those directly involved with ECADE are required to comply with applicable Saint Lucia laws and regulations.

### 4. Responsibility

- It is the responsibility of all those directly involved with ECADE to familiarise themselves with the Code of Conduct, the policies and the guidelines of the organisation. Violation of this Code and/or any of ECADE's policies may lead to disciplinary action and/or dismissal / termination of contracts, and in the case of board members suspension in accordance with the governance manual.

### 5. Standards of conduct

ECADE expects all those directly involved with ECADE to adhere to the following principles:

#### ● Respect

#### ● Anti-discrimination

- all those directly involved with ECADE must conduct their responsibilities with respect and fairness without discrimination based on race, ancestry, place of origin, colour, ethnic origin, creed, sex, gender, sexual orientation, gender identity, gender expression, bodily diversity, record of offences, marital status, family status, parental status, pregnancy, number of dependents, compromised immune or HIV status, illness, socio-economic class, non-visible or visible disability, political or religious affiliations, place of residence or age or other status

#### ● Harassment and/or intimidation

- ECADE will not tolerate any acts committed by anyone directly involved with ECADE that may be considered to be abusive or constitute harassment or sexual harassment or intimidation. All such acts may result in disciplinary action and / or dismissal or termination of contract. **See more detailed Policy on Harassment below.**

- **Integrity**

- All those directly involved with ECADE are required to act with integrity and to respond appropriately to any conflicts of interest:

- **Accountability**

- All directly involved with ECADE will act with honesty and integrity and in accordance with any professional standards and / or governing laws and legislation that have application to the responsibilities to be performed for or on behalf of the ECADE.

- **Conflict of Interest**

- Conflicts of interest arise when a person participates in a decision about a matter (including any contract or arrangement of employment, leasing, sale or provision of goods and services) which may benefit or be seen to benefit that person because of his/her direct or indirect monetary or financial interests affected by or involved in that matter. It is the duty of any person taking part in the operations of ECADE to adhere to the Conflict of Interest Policy at all times. In the event that such a matter arises, the person shall formally disclose the interest, refrain from attempting to persuade or influence other persons participating in the decision and shall not cast any vote on the matter. **See more detailed Conflicts of Interest Policy below.**

- **Confidentiality**

- All those directly involved with ECADE will respect and maintain the confidentiality of information gained as a volunteer, employee, contractor or board member including, but not limited to, all computer software and files, ECADE business documents and printouts, and all volunteer, employee membership, donor and supporter records.

- **Implementation**

- Strict observance of the Code is fundamental to the activity and reputation of the ECADE. It is essential that all volunteers, board members, all employees (permanent full-time, hourly, fixed term contract, permanent part-time), and any other third-party service provider adhere to this Code. They will certify this by signing a Declaration that they have read and will abide by this Code. Management has the responsibility of ensuring compliance with all Codes and Policies of ECADE.

*Code of conduct and confidentiality declaration*

I, (Employee/Volunteer – please print), have read, understand and agree to abide by the Code of Conduct of ECADE and I understand that such adherence is a condition of my employment or volunteer work. I understand that a violation of the Code of Conduct may be grounds for termination as a volunteer or in the case of an employee immediate dismissal for just cause without notice or pay in lieu of notice.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

\_\_\_\_\_  
(Volunteer/Employee - Signature)

## **Code of Conduct / Ethics Policy for Board Members**

### **Overview**

1. The board members are committed to act according to the core values and guiding principles of ECADE as detailed in the By-Laws and to promote these standards and principles. In their work board members shall comply with the Governance Manual (this document) and financial regulations as spelled out in the Financial Rules in accordance with the laws of Saint Lucia.
2. To the best of their ability board members will conduct all activities without discrimination. Every effort will be made such that there will be no interference, restriction, harassment or coercion exercised with respect to any person by reason of *race, ancestry, place of origin, colour, ethnic origin, creed, sex, gender, sexual orientation, gender identity, gender expression, bodily diversity, record of offences, marital status, family status, parental status, pregnancy, number of dependents, compromised immune or HIV status, illness, socio-economic class, non-visible or visible disability, political or religious affiliations, place of residence, age or other status*.
3. The ECADE board is expected to promote accessibility and respect in all its undertakings. The board encourages the free exchange of ideas and diverse opinions. However, speech, electronic messaging or conduct by a board member who knows or ought reasonably to know this communication or conduct to be unwelcome or which can create an antagonistic environment and divert ECADE from achieving its goals should be avoided.
  - Board members are encouraged to conduct themselves respectfully and to avoid using offensive, bullying or abusive behaviour or language while participating in the affairs of the ECADE and when engaging with ECADE members, staff and partner organisations.
4. Board members will make every attempt,
  - to eliminate any systemic barriers to full participation by all board members so that the various activities and communications of the board are fully accessible to all members;
  - to maintain an atmosphere of respect and courtesy.
5. Board members of ECADE are elected by ECADE membership; however, within their board functions members should not represent any particular member organisation and have a general duty to act in the best interests of ECADE as a whole.
6. Board members should not act in order to gain financial or other material benefits for themselves, their family, their friends or the member organisation they come from.
7. In performing their tasks, board members shall to their best understanding and capability remain objective, fair and act with integrity, as well as show good examples of leadership.
8. Complaints and grievances between board members or from members regarding board members should be referred to the Chair and Vice Chair for resolution. The Board e-mail list should not be used for this purpose. Complaints and grievances between board members and the Chair or Vice Chair may be assigned to a member of the board mutually agreed upon by the parties involved in the complaint or grievance.
9. In general, board members shall keep Executive Board matters confidential, unless they are intended for members or publication.

In order to promote a general understanding of and adherence to this Code of Conduct, this Governance Manual,

- will be made available to all new members of the board,
- will form part of the annual face-to-face induction or briefing of newly elected board members (In the event of board members recruited during other meeting intervals throughout the year, will initially receive a briefing via an electronic meeting),
- and specifically, this Code of Conduct will be referenced as a standing item of each meeting convened by the Board.

## **Equal Employment Opportunity Policy of ECADE**

The Eastern Caribbean Alliance for Diversity and Equality Inc (ECADE) is proud to be an Equal Employment Opportunity Non-Governmental Organization and prohibits all of levels of discrimination.

It is the policy of ECADE to promote and ensure equal employment opportunity for all persons without regard to the individual protected status, including *race, colour, creed, religion, sex, age, gender identity and/or expression, partnership status, pregnancy, national origin, alienage, citizenship status, marital status, sexual orientation, disability, predisposing genetic characteristics, military status, veteran status, political affiliation, arrest or conviction record, or status as a victim of domestic violence, stalking or sex offences; or any other characteristics protected by law.*

Equal employment opportunity principles govern all aspects of the Eastern Caribbean Alliance for Diversity and Equality's personnel policies, operational and programmatic practices. All phases of employment, including recruitment, hiring, compensation, evaluation, promotion, transfer, assignment, training, tuition assistance, benefits and separation, shall be conducted in compliance with equal employment opportunity laws and regulations.

## **Discrimination, Harassment, Grievances and Complaints Handling Policy of ECADE**

### **A. Policy Against Discrimination and Harassment**

ECADE supports the right of all persons to enjoy equal employment free from discrimination on the basis of *age, race, ethnicity, color, class, creed, ancestry, religion, national origin, marital status, sex, gender identity, gender expression, sexual identity, sexual orientation, pregnancy, HIV status, mental or physical handicap or disability, relationship to public assistance, other status, or any other protected characteristic* as established by national, state, or local law in any jurisdiction where ECADE operates.

### **B. Sexual Harassment**

One form that discrimination may take is sexual harassment. Sexual harassment is a historical mode of discrimination against women, but its victims may be any sex, gender, sexual orientation, or gender identity, depending on the distribution of power in the workplace and the status of victims and perpetrators. Sexual harassment is often made possible by power imbalances; victims of harassment are generally in a minority in the workplace or in positions of relative powerlessness. Conduct or expression that might not be actionable outside the workplace may constitute harassment in the workplace precisely because of its hierarchical nature.

*For example, sexual harassment exists in any of the following situations:*

- Where any sexual advance or request for sexual favours, accompanied by an explicit or clearly implied threat of adverse job-related consequences should the advance be rebuffed or the request denied; or an explicit or clearly implied promise of beneficial job consequences should the advance be encouraged or request granted;
- *Where any person is subjected to intentional unwanted physical contact, of a nature that can reasonably be regarded as sexual;*
- Where any person is subjected to continued unwanted conversation of a sexual nature, after that person indicates some level of discomfort with the sexual nature of the conversation.

### **C. Harassment**

In addition, harassment may not be sexual in nature, but rather, based on an individual's gender or membership in another protected class. For example, offensive remarks about an individual's sex, gender, age, race, or other protected status may constitute harassment.

Harassment exists where conduct or expression is severe or pervasive enough to create unequal or uncomfortable working conditions based on sex, gender, sexual orientation, gender identity, or other protected class by, among other things, hindering a board member or Employee's ability to perform their job, or significantly harming the board member or Employee's physical, mental or emotional well-being because of the board member's or Employee's sex, gender, sexual orientation, or gender identity.

Harassment may exist even if the activity was not directed at any particular board member or Employee. For example, the viewing or presence of explicit literature, graphic displays, internet browsing or speech may constitute harassment in certain contexts. Those creating the condition may be co-workers or superiors of the harassed worker, or partners, vendors or other people over whom ECADE may reasonably assert control.

Job-related consequences include but are not limited to dismissals, negative supervisory evaluations, denial of promotions, denial of increased compensation, decreased compensation, and altered work assignment.

ECADE bears the responsibility for maintaining a working environment free of harassment. Any board member or Employee, regardless of position or title, whom ECADE determines has subjected an individual to sexual harassment or harassment as referred to above, will be

subject to discipline, up to and including termination of employment. Similarly, a superior who is aware that harassment by others is occurring, but nonetheless permits that harassment to continue, will also be liable to disciplinary action including termination.

#### **D. Complaint Procedure**

If you are subjected to any conduct that you believe violates this policy, you must promptly speak to, write or otherwise contact the Operations Manager, the Executive Director, or any other person in a position of management authority at ECADE to whom the board member or Employee feels comfortable reporting the conduct.

Additionally, any manager or supervisor who observes harassing conduct must report the conduct so that an investigation can be made and corrective action taken. In the case of an allegation against the Executive Director, the matter should be reported to the Co-Chairs of the Board of Directors.

All complaints of discrimination or harassment will be investigated promptly. Confidentiality will be maintained throughout the investigative process to the extent consistent with adequate investigation and appropriate corrective action and to the extent required by any applicable law.

If it is determined that discrimination or harassment has occurred, prompt remedial action will be taken consistent with the circumstances involved. A board member or Employee determined by ECADE to have engaged in discrimination or harassment will be subject to disciplinary action up to and including termination.

#### **D. Retaliation Prohibited**

ECADE strictly prohibits retaliation against any individual who reports discrimination or harassment or who participates in an investigation of such a report. Retaliation against an individual for reporting discrimination or harassment or for participating in an investigation of a claim of harassment or discrimination is a serious violation of this policy and, like harassment itself, will be subject to disciplinary action up to and including termination.

### **Conflict of Interest Policy of ECADE**

This policy applies to all staff, board members, volunteers and internal and external consultants. This shall also include a member's business or other non-profit affiliations, family and/or significant other, employer, or close associates who may stand to receive a benefit or gain. Each individual (staff, board member, volunteer and internal and external consultant) and member organisations shall disclose to the board any personal interests which they may have in any matter pending before the organisation and shall refrain from participation in any discussion or decision on such matter.

**Points to consider in establishing a conflict of interest:**

- assess transparency:
- measure conflicting values of the other organisation;
- measure the scope of impact;
- declaring an interest.

Any board member, who has a financial interest in a matter under discussion, should declare the nature of their interest and withdraw from the room, unless they have been given a dispensation to speak by the Chair.

If a board member has a personal, professional or political interest in the matter under discussion, which could create bias, they should declare the nature of the interest and withdraw from the room, unless they have been given a dispensation to speak by the Chair.

If a board member has any other interest, which might reasonably cause others to think it could influence their decision, they should declare the nature of the interest, but may remain in the room, participate in the discussion and vote, with the approval of the Chair.

In case of a possible conflict of interest (for example, employment, funding, or sponsorship issues) between a board member and a member organisation, and the board member is in any capacity affiliated with the member organisation they should bring this up with the Chair or Vice Chair at the earliest convenience.

If in any doubt about the application of these rules the board member should consult with the Chair or Vice Chair before any discussion.

Board members may raise concerns on a potential conflict of interest. Each situation will be dealt with on a case-by-case basis, by assessing the potential impact on the decision-making processes, the position of the board member and the overall image and integrity of ECADE.

### **Board members applying for jobs and positions within ECADE**

A board member who applies for a staff position within ECADE shall inform the Chair or Vice-Chair and will be suspended from the board until the application/selection process is completed. Board members are disqualified from being contracted by ECADE as a consultant except in circumstances where ECADE is the consultant, contracted by an external agency and the board member has the requisite skills and expertise to perform the contractual duties of ECADE.

Ethical issues in relation to employment:

- If someone from the Human Resource Committee considers applying for a staff position, they are required to first vacate their position on the Human Resource Committee;
- If a partner or family member of a board member applies for a position, that board member shall absent themselves from the HR subcommittee and selection process and declare a conflict of interest.

### **Participation in political campaigns, Elections**

If a board member runs for political office on a national or regional level, they shall inform the Board. Throughout the campaign period, their positions will be suspended and consequently terminated, if elected.

Running for office at local government level is acceptable as long as it does not conflict with the strategic aims and values of ECADE.

Should a board member apply for a role within a political party or other key governmental positions, the Board may ask the person to suspend their position within the board.

This will be decided on a case-by-case basis depending on the level of visibility of the elected position and potential impact.

If board members are in key government positions they should discuss with the Chair or Vice Chair and their situation should be discussed on a case by case basis.

### **Process**

The following process shall apply to all instances of a conflict of interest:

1. **Disclosure:** A, staff, board member, volunteer and consultant must inform the Board of Directors that s/he has an interest that affects his/ her ability to objectively perform his/ her duties. Interests are defined as but are not limited to personal relationships, financial interest, fiduciary relationships, competition or any other interest that the individual may perceive as influencing his/her ability to perform as expected. While the onus is placed on the individual to declare that there is an interest, any other staff, board member, volunteer and associate consultant may alert the Board that a member or consultant has a conflict of interest.
2. **Collaboration:** In instances where collaboration is possible, the Board will discuss and explore with the individual whether collaboration is possible. If this is not possible, the next stage applies.
3. **Restrictions:** Once it is determined that there is a conflict of interest and that collaboration is not possible, the Board may apply restrictions including but not limited to the following: access to material, budgets, project/ programme documents, and attendance at planning and decision meetings which in its judgement will maintain the integrity of the process and the organisation.

This policy will be reviewed annually by the board at a regularly scheduled meeting.

## **Transparency Policy Statement of ECADE**

The Board of ECADE is committed to fostering an environment of openness and transparency in its affairs and will actively seek to make all necessary documents available to stakeholders in order to increase accountability and trust.

Below is a matrix that will assist the Board to determine what information should be made available and how it should be communicated. This is to be reviewed periodically by the Board.

## ECADE Stakeholder Communications Matrix

### Policy statement

EXTERNAL STAKEHOLDERS	INFORMATION TO BE COMMUNICATED	METHOD OF COMMUNICATION	COMMUNICATOR
<b>Funders</b>	Mission, vision, values, objectives, Strategic Plan, organisational budget, ongoing public activities, work progress, research outcomes, financial needs. Funders are invited to AGM's	Meetings, email, official letters, media, special events, reports	Executive Director
<b>LGBTQI community</b>	Mission, vision, values, objectives, Strategic Plan structure, media and advocacy with direct implications or requiring their input, ongoing public activities, capacity building and other opportunities, some research outputs. AGM's are open events	Membership organisations (encourage regular in-person meetings), newsletters, social and mainstream media including website, reports. AGM's announced 4 – 3 weeks in advance via website and other media platforms	Should this be a moral or legal responsibility of member orgs Communications and Senior Programmes Officer
<b>Extended membership</b>	Mission, vision, values, objectives, Strategic Plan structure including officers, by-laws, ongoing public activities, some research outcomes, donor information for their own purposes, networking opportunities	Newsletters, social and mainstream media inc. website, reports, membership fora	Communications and Senior Programmes Officer
<b>Affiliated HR organisations in the region</b>	Mission, vision, values, objectives, Strategic Plan, structure including officers, ongoing public activities, some research outcomes, donor/partner information publicly available	Newsletter, media, email, conferences/ trainings	Communications and Senior Programmes Officer

<b>States - at home and overseas reps</b>	Mission, vision, values, objectives, structure including officers, ongoing public activities, some research outcomes, donor's information (detailed)	Meetings, sensitisation training, email, official letters, media	Communications and Senior Programmes Officer Executive Director
<b>Health care workers and first responders</b>	Mission, vision, values objectives, structure including officers, ongoing public activities, some research outcomes	Meetings, sensitisation training, email, official letters, media	Staff person or responsible for training session, relevant board member, ED
<b>Judiciary and law enforcement</b>	Mission, vision, values objectives, structure including officers, ongoing public activities, some research outcomes	Meetings, sensitisation training, email, official letters, media	Staff person or responsible for training session, relevant board member, legal representative, Pro-bono lawyer, ED
<b>FBOs / NGOs</b>	Mission, vision, values, objectives, structure including officers, ongoing public activities, some research outcomes	Meetings, sensitisation training, email, official letters, media	Staff person or responsible for training session, relevant board member, In country Member organisation member, ED
<b>Private sector</b>	Mission, vision, values, objectives, structure including officers, ongoing public activities, some research outcomes, financial needs	Meetings, sensitisation training, email, official letters, media, special events	Staff person or responsible for training session, relevant Board member, In country Member organisation member, ED
<b>Public</b>	Mission, vision, values, objectives, structure including officers, ongoing public activities, financial needs, some research outcomes	Social and mainstream media, special events, reports, products	Staff person or responsible for training session, relevant Board member, In country Member organisation member, ED
<b>INTERNAL STAKEHOLDERS</b>	<b>INFORMATION TO BE COMMUNICATED</b>	<b>METHOD OF COMMUNICATION</b>	<b>COMMUNICATOR</b>

<b>Staff</b>	Organisation structure etc., Strategic Plan, contractual obligations, operational policies, staff contract, annual staff evaluation	Via ED, immediate supervisor, contracts, regular meetings	ED
<b>Board</b>	Historical information, Strategic plan/ roadmap, work progress, membership, staff, finances - funders etc, Board induction pack <u>Signed and on record:</u> TOR Code of Conduct and Conflict of Interest declaration	Onboarding documents, Board meeting minutes, reports	ED, Chair or Vice, other board members, Secretary/ Treasurer (depending on relevant documents to be shared)
<b>Members</b>	Strategic plan, work progress, staff, advocacy activities including restricted, research outcomes, funders names etc, AGM invitation, Annual reporting template to submit each year: 1 November <u>Signed and on record:</u> <u>MOU for Member organisations</u>	General Meeting, in-person meetings, regular update email with shareable board meeting outcomes, Annual report inc. audit report, newsletter with public information, media inc. all Member fora	Board, ED (Consider internal security of documents and information. Include process for breaches and response)

## Independent Expression Policy of ECADE

All writing that is done as part of a board member or employee's work remains the property of the ECADE.

All requests for endorsements or public identification on behalf of the organization should be directed to the Executive Director.

Staff members must obtain approval from the Executive Director before expressing any opinion or position that can reasonably be interpreted as representing the views of ECADE.

When writing in one's personal capacity but utilizing one's ECADE identification, the following disclaimer should be utilized,

“Organizational affiliation for identification only. The opinions expressed here do not necessarily reflect those of the organization”.

Staff should exercise particular discretion, whether in their formal ECADE role or in their private capacity, when engaging in communication on the Internet through social media and personal websites especially when utilizing ECADE's network or when the subject matter discussed is relevant to ECADE's work.

## **Press/ Media Statement Policy of ECADE**

In accordance with the rules governing board decisions, the process for developing and approving press statements are as follows:

### **Processes**



\* Official press release/statement approval - (develop drafts with broad positions that can be used)

## **Social Media Policy of ECADE**

At ECADE, we understand that social media can be a fun and rewarding way to share your life and opinions with family, friends and co-workers around the world. However, use of social media also presents certain risks and carries with it certain responsibilities. To assist you in making responsible decisions about your use of social media, we have established these guidelines for appropriate use of social media.

This policy applies to all associates who work for ECADE.

### **A. Social Media Guidelines**

In the rapidly expanding world of electronic communication, social media can mean many things. Social media includes all means of communicating or posting information or content of

any sort on the Internet, including to your own or someone else's web log or blog, journal or diary, personal web site, social networking or affinity web site, web bulletin board or a chat room, whether or not associated or affiliated with ECADE, as well as any other form of electronic communication.

The same principles and guidelines found in ECADE policies apply to your activities online. Ultimately, you are solely responsible for what you post online. Before creating online content, consider some of the risks and rewards that are involved. Keep in mind that any of your conduct that adversely affects your job performance, the performance of a fellow board member or employees or otherwise adversely affects members, customers, suppliers, people who work on behalf of ECADE or ECADE's legitimate business interests and may result in disciplinary action up to and including termination.

### ***Know and follow the rules***

Carefully read these guidelines, the ECADE Discrimination, Harassment, Grievances and Complaints Handling Policy, and ensure your postings are consistent with these policies.

Inappropriate postings that may include discriminatory remarks, harassment, and threats of violence or similar inappropriate or unlawful conduct will not be tolerated and may subject you to disciplinary action up to and including termination.

### ***Be respectful***

Always be fair and courteous to fellow board members or employees, customers, members, suppliers or people who work on behalf of ECADE. Also, keep in mind that you are more likely to resolve work-related complaints by speaking directly with your co-workers or by utilizing our Open Door Policy than by posting complaints to a social media outlet. Nevertheless, if you decide to post complaints or criticism, avoid using statements, photographs, video or audio that reasonably could be viewed as malicious, obscene, threatening or intimidating, that disparage customers, members, board members or employees or suppliers, or that might constitute harassment or bullying. Examples of such conduct might include offensive posts meant to intentionally harm someone's reputation or posts that could contribute to a hostile work environment on the basis of race, sex, disability, religion or any other status protected by law or within this Governance Manual.

### ***Be honest and accurate***

Make sure you are always honest and accurate when posting information or news, and if you make a mistake, correct it quickly. Be open about any previous posts you have altered. Remember that the Internet archives almost everything; therefore, even deleted postings can be searched. Never post any information or rumors that you know to be false about ECADE, fellow board members or employees, members, customers, suppliers, people working on behalf of ECADE or competitors.

### ***Post only appropriate and respectful content***

Maintain the confidentiality of ECADE trade secrets and private or confidential information. Trade secrets may include information regarding the development of systems, processes, products, know-how and technology. Do not post internal reports, policies, procedures or other internal business-related confidential communication.

Do not create a link from your blog, website or other social networking site to an ECADE website without identifying yourself as an ECADE board member or employee.

Express only your personal opinions. Never represent yourself as a spokesperson for ECADE. If ECADE is a subject of the content you are creating, be clear and open about the fact that you are a board member or employee and make it clear that your views do not represent those of ECADE, fellow board members or employees, members, customers, suppliers or people working on behalf of ECADE. If you do publish a blog or post online related to the work you do or subjects associated with ECADE, make it clear that you are not speaking on behalf of ECADE. It is best to include a disclaimer such as "The postings on this site are my own and do not necessarily reflect the views of ECADE".

### ***Using social media at work***

Refrain from using social media while on work time or on equipment we provide, unless it is work related as authorized by your manager or consistent with the ECADE Property Policy. Do not use ECADE email addresses to register on social networks, blogs or other online tools utilized for personal use.

### ***Retaliation is prohibited***

ECADE prohibits taking negative action against any board member or employee for reporting a possible deviation from this policy or for cooperating in an investigation. Any board member or employee who retaliates against another board Member or employee for reporting a possible deviation from this policy or for cooperating in an investigation will be subject to disciplinary action, up to and including termination.

### ***Media contacts***

Board Members or employees should not speak to the media on ECADE's behalf without contacting the Executive Director and/or Communications Officer. All media inquiries should be directed to the communications department. If you have any questions or concerns about this policy you should speak to your direct supervisor, the Operations Manager or the Executive Director. Board Members or employees who violate this policy will be subject to disciplinary action up to and including termination

### **For more information**

If you have questions or need further guidance, please contact the Executive Director.

### **Use of the Internet and email**

ECADE must be confident in the accuracy, authenticity, and timeliness of information obtained electronically, about its legal obligations, and about the need to monitor and manage the use of the ECADE's resources. ECADE has established the following parameters to guide board member or employee usage of ECADE's computer system to connect to the Internet.

- A. ECADE's computer system and any associated passwords are and remain the property of ECADE. Passwords for all equipment and e-mail accounts must be given to the Executive Director. Computer and e-mail passwords will be changed annually and/or upon any possible security breach and must be given to the Operations Manager. Computer and e-mail passwords of terminated board members or employees will be canceled immediately.
- B. Board Members or employees are given access to the Internet to facilitate their work. A board member or employee abusing Internet access is subject to disciplinary action. Some usages that are particularly egregious are listed below.
  - Use of the Internet for unlawful or malicious activities.
  - Use of abusive or objectionable language in either public or private messages.
  - Misrepresentation of oneself or inappropriate representation of ECADE.
  - Activities that cause congestion and disruption of networks and systems.
  - Activities that compromise ECADE's position, reputation, or objectivity.
  - Display or access of sexually explicit images, messages, or cartoons.
  - Accessing or displaying for improper purposes, internet material that contains ethnic slurs, racial epithets, or anything that may be construed as harassment or disparagement of others based on their age, race, ethnicity, color, class, religion, national origin, marital status, sex, gender identity, gender expression, sexual identity, sexual orientation, HIV or AIDS status, mental or physical disability, or status with regard to public assistance is prohibited. ECADE's nondiscrimination policy extends to Internet use.

***Excessive personal use of Internet***

- C. ECADE reserves the right to access, review, copy, delete, and disclose all activities of all users of ECADE's computers or ECADE's network, regardless of whether such users are authorized to use such systems or network for any purposes.
- D. Board Members or employees have a responsibility to use ECADE's internet access in an informed and responsible way, conforming to network etiquette, customs, courtesies, and to policy. Use exactly the same standards of care and professionalism used in any other business-related communications.
- E. Be aware that every outgoing communication contains an ECADE signature and can be read by millions of people, including news sources, our supporters, and our colleagues.

- F. Be aware of and respect all copyright and licensing agreements. Do not forward anyone's messages without permission.
- G. Be mindful of the economical and appropriate use of ECADE resources. Do not obtain any information or subscribe to any service that requires that a fee be paid without obtaining authorization from ECADE.
- H. Any board member or employee who violates this policy or uses the internet for improper purposes will be subject to disciplinary action up to and including termination

## **Safeguarding Policy Statement of ECADE**

### **Introduction**

ECADE takes the prevention and protection of vulnerable adults from violence, abuse and harm with the utmost seriousness. Vulnerable adults are anyone aged 18 or over who requires care or support and as a result is unable to protect themselves from abuse and/or is currently experiencing or is at risk of experiencing abuse including but not limited to physical, sexual, emotional, psychological, neglect, radicalisation, discriminatory and financial/economic.

ECADE understands that its work with LGBTQI people, including those in criminalising countries and/or those who have experienced discrimination, hostility and/or violence, places this group of people at a social disadvantage, which has potential to increase the vulnerability of individuals within this group.

ECADE recognises that multiple other factors (such as sexual orientation and sexuality, gender identity and expression, marital status, race/ethnicity, tribe, religion, age, caste, class, disability, mental health, health, migrant status, nationality, etc.) can further place individuals at a social disadvantage, which also increases the vulnerability of individuals within this group.

ECADE also recognises that heteronormativity, patriarchy and power along multiple lines, including race, gender, class, 'INGO-status', position within an organisation, for example, CEO or Executive Director, create hierarchy, privilege and power which may be exploited to inflict violence, abuse and harm on individuals who may be from different backgrounds.

This policy is guided by international standards and ECADE's internal policies, including:

**Code of Conduct**

**Discrimination, Harassment, Grievances and Complaints Handling Policy**

**Policy for Engaging Consultants**

**Financial Management Policies and Procedures and Implementation for Financial Activities**

**Procurement Policy**

**Equal Opportunity Policy Statement**

This policy statement does not cover the safeguarding of children and those persons under the age of 18 years. A separate policy statement will be developed to deal with this matter.

## **A. Purpose**

The purpose of this policy is to ensure all persons and vulnerable adults who are involved in or come into direct contact with activities being carried out by ECADE or anyone acting on behalf of ECADE do no harm to and do not expose them to violence, abuse and harm.

This policy follows six guiding principles with regard to adult safeguarding as outlined by international standards. These are:

1. Empowerment - people being supported and encouraged to make their own decisions and informed consent.
2. Prevention - it is better to take action before harm occurs.
3. Proportionality - the least intrusive response appropriate to the risk presented.
4. Protection - Support and representation for those in greatest need.
5. Partnership - local solutions through services working with their communities. Communities have a part to play in preventing, detecting and reporting neglect and abuse.
6. Accountability - accountability and transparency in delivering safeguarding.

## **B. Applicability**

This policy applies to all ECADE staff, including those on contract ('staff'); trustees, volunteers, interns, trainees, journalists, donors, supporters and others ('representatives'); staff and representatives of partner agencies, or any other individuals, groups or organisations with a formal/contractual relationship with ECADE ('partners'), who may come into contact with vulnerable adults through their involvement with ECADE or our partners.

There are no exceptions to this policy and breaching it will result in disciplinary and potentially legal action.

## **C. Prevention**

Programme design and implementation of activities

- We will ensure our programme design incorporates creating environments where violence, abuse and harm can be prevented and are responded to appropriately.

We will do this by recognising and calling out power and privilege, supporting all partners and individuals in our programmes to take ownership of safeguarding and being led by local partners on the realities of how violence, abuse and harm can be prevented and responded to in the countries in which they reside.

- We will ensure that adequate training is provided to programme staff, partners and representatives on safeguarding, intersectionality, gender-based violence and other related areas.
- We will ensure that adequate technical capacities are strengthened for partner organisations and their staff.

- We will carry out appropriate due diligence of partners, consultants, researchers and any individuals subcontracted or hired to deliver services or goods as part of our work.

#### **D. Risk Assessment**

Good practice in keeping vulnerable adults safe includes undertaking an adequate risk assessment.

- A risk assessment should be undertaken each time a new programme/project activity is taking place, including but not limited to, convenings/ consultations/ conferences, country visits and monitoring visits.
- Any risk assessment should be completed in consultation and/or together with any in-country partner organisation.
- Prior to any programme/project activity, the risk assessment and safeguarding policy should be shared with partner organisations.

#### **Convening(s), consultations, conferences and meetings**

- Where ECADE is the host organisation in the Caribbean or abroad of any convening(s)/ consultation/ conferences/ meetings, staff will facilitate a session for participants to collectively set out any ground rules and ensure that ECADE's approach to adult safeguarding is highlighted and explained, including the procedure for reporting.

#### **E. Reporting Procedure**

The primary priority of any staff member/representative/partner to whom a disclosure has been made is the safety and well-being of the vulnerable adult.

- The staff member/representative/partner should follow the reporting process and not make any disclosures to any other individuals, including line managers.
- Staff/representatives who investigate concerns must:
  - o Complete an Incident/Disclosure Form; tailored where necessary (Appendix 2)
  - o Take any alleged or suspicious concerns raised seriously
  - o Ensure confidentiality of any disclosure will be retained to only those individuals who need to know
  - o Be guided by the principle of working in the 'best interests of the vulnerable adult'
  - o Take positive steps to ensure the immediate safety and well-being of the vulnerable adult
  - o Provide support and assurance to vulnerable adult
  - o Actively listen to and not influence or question (beyond seeking necessary clarifications) the vulnerable adult's disclosure
  - o Not make any assumptions and/or judgments of the individual concerned based on previous behaviour, their lifestyle, choice(s) and/or their sexual orientation, gender identity and expression or other identities
  - o Take full consideration of the views and wishes of the vulnerable adult with the understanding that this may change over time
  - o Provide full information to the vulnerable adult of the choices they have

- o Request permission to share the disclosure with the Executive Director. If permission is not granted, the staff member/representative should report the incident anonymously and identify the person who the allegation has been made against as they may pose harm to others
  - o Carry out any investigation honestly and fairly and in accordance with this policy and first, where the national laws of the country where the incident has occurred
  - o Cooperate fully and confidentially with any subsequent investigation
- All ECADE staff, representatives and partners must report disclosures of concerns, including alleged and suspicious concerns of harm, abuse and violence to a vulnerable adult, to ECADE's Executive Director, with permission from the vulnerable adult or if it is not granted, anonymously.
  - If the concerns are against the Executive Director, or it is otherwise not possible to report to the Executive Director, these should be reported to ECADE's Nominated Safeguarding Board members (the Chair and Vice Chair).
  - All disclosures from a vulnerable adult of violence, abuse and harm caused or committed by a member of staff, a representative, a visitor, or a partner agency staff member must be reported.
  - Any observations of violence, abuse and harm caused or committed by member of staff, a representative, a visitor, or a partner agency staff member must be reported.
  - If the individual is outside the categories in point (a), or is a member of an organisation or institution which is not a partner agency, any concerns should be reported if:
    - o A vulnerable adult has or may have been the subject of violence, abuse and harm by that person where there is an obligation to report such abuse (this applies to the St. Lucia, the Caribbean region and may apply to other countries).
  - Non-recent incidents of violence, abuse and harm by member of staff, a representative, a visitor, or a partner agency staff member should be reported with the same severity.
  - The staff member/representative/partner must report any concerns within a maximum of 24 hours. Where it is not possible to report concerns within 24 hours (for example, there is limited connectivity), the report should be made as soon as possible.
  - If a staff member feels that they cannot report a concern in accordance with this policy due to a genuine belief that it has been compromised, then they must report it in accordance with the ECADE's Whistleblowing Policy.
  - The Executive Director must organise and appoint any investigators necessary to carry out any further investigation required.
  - If the incident occurs in Saint Lucia or the Caribbean, there is a duty to report the incident to the police where violence, abuse and harm has been inflicted on a vulnerable adult

## Appendix 1

### **EASTERN CARIBBEAN ALLIANCE FOR DIVERSITY AND EQUALITY NON-DISCLOSURE AGREEMENT – BOARD OF DIRECTORS**

**THIS AGREEMENT** is made between the Eastern Caribbean Alliance for Diversity and Equality ('ECADE'), a Not-for-Profit company duly incorporated under the laws of St. Lucia, and \_\_\_\_\_ ('the Director'), a director of ECADE.

#### **WHEREAS: -**

1. The Director enjoys certain benefits of ECADE directorship, including but not limited to, access to private, secret, sensitive, confidential and or otherwise sensitive information ('sensitive information') concerning ECADE, its partners, members, employees, clients and other stakeholders.
2. The unauthorized use of sensitive information, or its disclosure to any person or entity other than ECADE would be highly detrimental and damaging to ECADE and /or its stakeholders.
3. In consequence thereof, ECADE wishes to formalize the terms and conditions concerning confidentiality and non-disclosure of information, upon which terms and conditions the Director shall serve, or continue to serve as a director.

In consideration of the benefits listed above in clause 1, the Director **NOW AGREES** that: -

- I. All matters discussed at any ECADE Board of Directors meeting, or at any ECADE meeting involving directors, members, employees or other stakeholders shall be deemed to be sensitive, private and confidential, and will be treated as such by the Director. Specifically: -
  - a. The Director shall not, either on their own account or in conjunction with others, directly or indirectly, at any time, disclose to any person or entity, or use for any purpose not authorized by ECADE, any sensitive information.
  - b. Further, the Director shall use all reasonable endeavours to prevent the publication or disclosure of any sensitive information.
- II. In the event that the Director shall breach this Agreement, or in the event that such breach appears to be imminent, ECADE shall be entitled to all legal and equitable remedies available in law, including seeking an injunction against the Director and suing said Director for damages. This entitlement shall obtain without ECADE having to show or prove any actual damage sustained by it. Further, ECADE may recover from the Director all of its reasonable costs and attorneys' fees.
- III. This Agreement shall be binding upon the Director and their executors, administrators, legal representatives, successors and assigns.
- IV. This Agreement shall be governed for all purposes by the laws of St. Lucia, being the agreed upon proper and exclusive jurisdiction concerning any issues arising from this Agreement.
- V. The obligations of the Director under this Agreement shall continue without limit in point of time.

**Signed:** \_\_\_\_\_

**Dated:** \_\_\_\_\_

## Appendix 2

### Disclosure form

I \_\_\_\_\_ understand that the purposes of this policy are to protect the integrity of *ECADE* and the Organisation's decision-making process as well as to enable our constituencies to have confidence in the integrity, intentions and actions of the officers, staff, board members, volunteers and consultants.

To that end, I understand that this policy is not meant to supplement good judgment and all constituents should respect its spirit as well as its wording.

In witness whereof, the undersigned has hereunto signed as of the date herein shown below.

Witness: \_\_\_\_\_

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

