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# SAAMBR

## CODE OF BUSINESS CONDUCT AND ETHICS

**SAAMBR POLICY 048**

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**SOUTH AFRICAN ASSOCIATION FOR MARINE BIOLOGICAL RESEARCH (RF) NPC**

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Registration No. 1951/000002/08 | Public Benefit Organisation No. 930025295 | Non-Profit Organisation No. 000-347 NPO

SAAMBR is a Non-Profit Company and a member of: IUCN (World Conservation Union) and WAZA (World Association of Zoos and Aquariums)

Accredited member of PAAZA (Pan-African Association of Zoos and Aquariums).

ORI is academically affiliated to the University of KwaZulu-Natal

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## SAAMBR CODE OF BUSINESS CONDUCT AND ETHICS

### 1. DEFINITIONS

- “SAAMBR” means the South African Association for Marine Biological Research (RF) NPC which is a Non-Profit Company and Public Benefit Organisation.
- “Member” means a member of the SAAMBR Council (i.e., Board of Directors), permanent or contracted employee, student, intern, volunteer, or anyone representing the Association.
- “Code” means the Code of Business Conduct and Ethics for members of SAAMBR.

### 2. INTRODUCTION

- The aim of this Code is to focus members on areas of ethical risk, provide guidance to members to help them recognise and deal with ethical issues, provide mechanisms to report unethical conduct, and to help foster a culture of honesty and accountability.
- While covering a wide range of business practice, this Code cannot and does not cover every issue that may arise, or every situation where an ethical decision must be made, but rather sets forth guiding principles. Members are encouraged to bring questions about circumstances that may involve this Code to the Chairman of the SAAMBR Council (for Council members in particular) or the Chief Executive Officer (for members in general).
- All members must conduct themselves according to the spirit of this Code. Even well-intentioned actions that violate the law or this Code may result in negative consequences for SAAMBR and for the individuals involved.
- One of SAAMBR’s most valuable assets is its reputation for integrity, honesty and due diligence. All members should recognise that actions are the foundation of SAAMBR’s reputation and adhering to this Code and the law is imperative.

### 3. CONFLICTS OF INTEREST

- A member has an obligation to act in the best interest of SAAMBR. All members should endeavour to avoid situations that present a potential or actual conflict between their interest and the interest of SAAMBR.
- A “conflict of interest” occurs when an individual’s private interest interferes, or even appears to interfere, with the interests of SAAMBR.
- A member must never use or attempt to use their position at SAAMBR to obtain any improper personal benefit for themselves, or for their family.
- Members must remove themselves from any discussions when conflicts exist.

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#### 4. CONFIDENTIALITY

- Members often learn confidential and proprietary information about SAAMBR.
- Members must maintain the confidentiality of all information so entrusted to them, except when disclosure is authorised by the SAAMBR Council, the SAAMBR Information Officer (i.e., CEO) or legally required.

#### 5. CONDUCT OF BUSINESS AND FAIR DEALING

- SAAMBR does not seek competitive advantages through illegal or unethical business practices.
- Each member is to deal fairly with SAAMBR's stakeholders, service providers, and colleagues.
- No member may take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

#### 6. COMPLIANCE WITH LEGISLATION

- It is SAAMBR's policy to comply with all applicable South African Acts, Provincial Ordinances, eThekweni Municipality By-Laws, and Regulations.
- It is SAAMBR's policy to comply with all applicable international and national laws and regulations when operating outside the borders of South Africa.
- It is the personal responsibility of each member to adhere to the standards and restrictions imposed by those laws.

#### 7. AUDITS

- No member shall take any action to fraudulently influence, coerce, manipulate, or mislead SAAMBR's independent auditors.

#### 8. COMMUNICATIONS

- Information provided by members to SAAMBR must be full, fair, and accurate.
- SAAMBR must promote an environment that allows and encourages SAAMBR Council members to talk to seniors, managers, or other appropriate personnel about illegal and unethical behaviour and, when in doubt, about the best course of action in a particular situation.
- SAAMBR must provide an avenue for staff to communicate with the SAAMBR Council with regards to illegal or unethical behaviour. By using the SAAMBR Whistleblower email ([whistleblower@SAAMBR.org.za](mailto:whistleblower@SAAMBR.org.za)), staff may communicate directly and confidentially with the Chairperson of the SAAMBR Council's Audit Committee, who reports such matters to the SAAMBR Council.

**9. AMENDMENTS AND WAIVERS OF THIS CODE**

- From time to time, the SAAMBR Council may amend certain provisions of this Code.
- Waivers of this Code may only be approved by the SAAMBR Council.

**10. POLICY REVIEW**

This policy will be reviewed every two years by the SAAMBR Council.

**11. APPROVAL**

This Policy was approved by the SAAMBR Council.



CHAIRMAN

6 October 2021

DATE

**12. REVIEW HISTORY**

DATE	CHANGES AFFECTED	COMPILED BY	CHECKED BY	APPROVED BY
15/02/2017	Issued for use	DB		Council
21/09/2021	Reviewed	LKO	DB	Council