

The Rainforest Alliance Global Code of Conduct

The Rainforest Alliance is creating a more sustainable world by using social and market forces to protect nature and improve the lives of farmers and forest communities.



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INTRODUCTION

ABOUT US

The Rainforest Alliance and UTZ merged in 2018 combining their respective strengths to build a future in which nature is protected and biodiversity flourishes; where farmers, workers, and communities prosper; and where sustainable land use and responsible business practices are the norm.

By bringing diverse allies together, we are making deep-rooted change on some of our most pressing social and environmental issues. Together, we amplify the voices of farmers and forest communities, improve livelihoods, protect biodiversity, and help people mitigate and adapt to climate change in bold and effective ways.

In this Global Code of Conduct (this “Code”), the “Rainforest Alliance” includes Rainforest Alliance Holding, Inc. (a U.S. 501(c)(3) corporation), Rainforest Alliance, Inc., Rainforest Alliance B.V., Stichting Rainforest Alliance, and each of their subsidiaries, branches, and affiliates around the world. All Rainforest Alliance affiliates, around the world, have adopted and ratified this Code, and impose it directly on their own in-country employees.

WHO DOES THIS CODE APPLY TO?

This Code applies to all Rainforest Alliance staff (including those employed through Professional Employer Organizations (“PEOs”) and interim staff), board members, volunteers, interns, (sub)grantees, certification bodies, independent contractors, and other third parties who are contractually bound to comply with it, anywhere in the world. All individuals subject to this Code are referred to as “you”. Some provisions apply only to certain individuals and in those instances this Code specifies the groups of people to whom it applies.

CORE VALUES

Our core values are key to achieving our mission: to create a more sustainable world by using social and market forces to protect nature and improve the lives of farmers and forest communities. The values are a compass for our behavior that guides the way we work with our colleagues and partners.

Our core values are impact, change, collaboration, openness, and trust.

Embracing and working through the Rainforest Alliance’s Core Values are important ways staff can ensure the Rainforest Alliance’s culture is strong.

A strong culture is important to ensure the Rainforest Alliance has a foundation for organizational ethics and compliance. By embracing our Core Values, we create a culture where all of us, in the course of our work for Rainforest Alliance feel:

- a rising sense of purpose to positively impact people and planet (impact);
- encouraged to initiate, act and adapt to challenges and opportunities between people and planet to bring positive change (change);

- that we work effectively with others on the basis of shared values, common ground and for the good of the planet and the people; (collaboration)
- included as Rainforest Alliance promotes a diverse, equitable, inclusive culture where we are open to other people’s perspectives; (openness) and
- that (public) accountability, respect and transparency are at the core of any relationship we foster (trust);

OUR TEAM

The Rainforest Alliance’s talented, multilingual, and diverse staff works hand-in-hand around the world with farmers, foresters, businesses, researchers, civic organizations, and governments to meet our shared mission.

OUR GLOBAL CODE OF CONDUCT

Our successes are not only due to the talent and dedication of our team, but also to our commitment to the highest ethical and professional standards, to adherence to the laws that govern our operations, and to a sense of teamwork and collaboration that values diversity, equity, inclusion, creativity, innovation, and individual professional growth.

This Code is designed to serve as a written guide to the established policies, practices, and regulations of the Rainforest Alliance that reflect our core values.

In this Code, “management” refers to the Rainforest Alliance Executive Leadership Team (ELT), Leadership Team (LT) and Senior Management Team (SMT), supervisors, and individuals who have been assigned responsibility for the financial and administrative and/or Human Resources functions for an office.

All policies, procedures, and practices set forth here are subject to change at any time at the sole discretion of the Rainforest Alliance, to the extent permitted by, and in accordance with, applicable law. Only the Rainforest Alliance Executive Leadership Team may alter or modify the policies in this Code. No statement or promise by anyone else may be interpreted as a change in policy, nor will it constitute an agreement with you.

Your supervisor, along with Human Resources, can provide more detailed answers to questions not fully answered in this Code.

GENERAL COMPLIANCE

The Rainforest Alliance complies with the laws of any jurisdiction in which it is active.

In some instances, there may seem to be a conflict among applicable laws, or between applicable laws and this Code. When you encounter such a conflict, you must consult with the General Counsel to understand how to resolve that conflict properly. All policies and procedures outlined here, including specifically any references to disciplinary action and termination, will be construed consistent with applicable law.

CODE OF CONDUCT AND COMPLIANCE

COMPLIANCE WITH LAWS AND ETHICS

The Rainforest Alliance is committed to upholding the highest ethical, moral, and legal standards. The Rainforest Alliance's positive reputation is built upon the principles of fair dealing and ethical conduct of our team. Maintaining our reputation for integrity and excellence requires the Rainforest Alliance team to observe the spirit and letter of all applicable laws and regulations, as well as uphold the highest standards of conduct and personal integrity within the workplace and in all Rainforest Alliance-related activities. You should also refrain from any illegal, dishonest, or unethical conduct.

You must, therefore:

- Adhere to all applicable laws, policies, and procedures (including, but not limited to this Code, Rainforest Alliance whistleblower policies, and your written employment, consultant or other agreement (if any)), and act at all times in the Rainforest Alliance's best interests;
- Use the Rainforest Alliance's finances and other resources in a lawful, ethical, and responsible manner;
- Not engage in any activities that are unlawful under the laws of the nation in which the Rainforest Alliance is organized or works.
- Strongly oppose, and not be a willing partner to, corruption, bribery, and other financial improprieties or illegalities.
- Report to management any conduct that violates this Code, any Rainforest Alliance policy or procedure, and/or any potential safety or security breaches;
- Report to management any threatening or potentially violent behavior;
- Cooperate with investigations conducted by management, with the required level of confidentiality; and
- If you are a supervisor, you have the additional obligation to investigate reported or suspected violations of this Code or elevate those reports or suspected violations up the chain of command.

In general, the use of good judgment based on high ethical principles will guide you with respect to lines of acceptable conduct. If a situation arises where it is difficult to determine the proper course of action, the matter should be discussed with your supervisor, along with Human Resources.

SAFEGUARDING RAINFOREST ALLIANCE PROPERTY

You may be provided with Rainforest Alliance property, including but not limited to tools, keys, computers, equipment, files, materials, and written information (including all copies) that are used by you or are in your possession or control. The Rainforest Alliance expects you to be good stewards of its physical, electronic and information assets. Assets include everything the organization owns or uses

to do business. Rainforest Alliance relies on each of us to use company resources honestly and efficiently to deliver on Rainforest Alliance' mission. Therefore, each of us are entrusted with the care and safe keeping of these assets, protecting them from loss, damage, theft, waste, and any improper care/use. You are expected to be proactive in safeguarding Rainforest Alliance' assets.

The Rainforest Alliance expects all individuals provided access to Rainforest Alliance assets to ensure their safety. This includes:

- Never share Rainforest Alliance' confidential information or collect, store, use, transfer or disclose personal information unnecessarily.
- Never have the expectation of privacy regarding the use of Rainforest Alliance resources. Be aware that anything you write, send, download, or store on Rainforest Alliance's systems is the organization's property and Rainforest Alliance may monitor your use of its systems.
- Never allow others access to your electronic devices or credentials.
- Never use unsecure online accounts. Instead maximize password security and follow Rainforest Alliance' two factor authentication requirements.
- Never leave devices such as laptops unattended while traveling or in an exposed location where they can readily be stolen.
- Never download unauthorized software or apps on Rainforest Alliance devices.
- Never disable, defeat, or circumvent security controls.

Occasional personal usage of Rainforest Alliance physical assets such as phones, laptops, printers, email, and the internet is permitted, but it should not interfere with work (yours or other's) and cannot violate Rainforest Alliance policies or the law.

Upon your separation from the Rainforest Alliance or at any time upon request, all Rainforest Alliance property must be returned. The Rainforest Alliance will take all action deemed appropriate to recover its property.

ENSURING OUR INTEGRITY

We have developed policies and procedures to help ensure transparency, integrity, and accountability throughout all our programs:

- [Financial independence](#): our rules for accepting donations
- [Decision making](#): how we ensure the decisions we make are done independently and transparently
- [Disclosure](#): rules adopted to avoid any conflict of interest
- [Oversight and accountability](#): how we review our decisions and report to international bodies that also double-check our procedures
- [Stakeholder feedback](#): on sustainable agriculture and forestry and other programs
- [Whistleblower policy](#): our procedures for reporting any illegal or unethical conduct related to our finances, this Code, or any other aspect of our work
- Strengthening our culture and people: through Rainforest Alliance' [Diversity, Equity and Inclusion Policy](#). The Rainforest Alliance believes that a diverse, equi-

table, inclusive, and accessible environment is crucial in all aspects of our work to achieve a world where people and nature can thrive in harmony together. We believe our workforce and alliances should reflect the diverse communities and geographies in which we work.

CONFLICTS OF INTEREST

Personal Conflicts

A conflict of interest exists when an individual who is responsible for acting in the best interests of the Rainforest Alliance has another interest or loyalty that could influence or impair, or may appear to influence or impair, that individual's ability to act in Rainforest Alliance' best interests. Conflicts exist, for example, when you can either influence or make a decision on contractual, procurement, recruitment and employment, or other business transactions, while having a relationship with the business or persons being hired or engaged.

The Rainforest Alliance requires a standard of conduct that avoids and limits reasonably perceived, potential and actual conflicts of interest. We are asking you not to enter into a situation where your actions might create a conflict, whether it's actual, potential, or perceived, without disclosing that information to the Rainforest Alliance.

Staff and board members are asked to complete an [Annual Conflict of Interest Disclosure and Code of Conduct Acknowledgment Form](#) at the start of employment or service, on an annual basis thereafter and whenever a potential, perceived or actual conflict arises. People other than staff or board members must disclose conflicts in accordance with the process set out in their agreements with Rainforest Alliance. Your acknowledgement of this Code of Conduct and submitting the Disclosure Form (or other disclosure) indicates your understanding and agreement with the Conflict of Interest Policy. If you fail to disclose an actual, potential or perceived conflict of interest you may be subject to disciplinary action, up to and including termination of employment or engagement.

An internal committee (Consisting of Rainforest Alliance's CEO, CFO and GC) reviews staff and board conflict of interest disclosures and submits its proposed resolutions for approval to the Audit and Risk Committee of the Board of Directors on a regular basis. If you do not comply with the agreed resolution you may be subject to disciplinary action, up to and including termination of employment or engagement.

We encourage everyone to read our Conflict of Interest Policy, which can be found on the Rainforest Alliance website: [Rainforest Alliance Conflict of Interest Policy](#). The policy and the Annual Conflict of Interest Disclosure and Code of Conduct Acknowledgment Form (along with examples of conflicts) are also available on the Rainforest Alliance intranet.

Some examples of conflicts of interest may include, but are not limited to:

- Advocating publicly for a position or a strategy that could harm the Rainforest Alliance's interests or relationships.

- Sharing proprietary information with others outside of the organization without first securing Rainforest Alliance's permission to do so.
- Romantic or sexual relationships between coworkers, supervisors and subordinates, or any other inappropriate behavior that could potentially create conflicts of interest or favoritism. Individuals in such a relationship must inform Human Resources or, if Human Resources is involved, the legal department. Possible alternative work-related solutions or other arrangements can be discussed.
- Individuals who are related, are involved in a supervisory/reporting relationship with one another or are part of a hiring committee, when a relative is considered for the position.

Rainforest Alliance staff must be vigilant in identifying and avoiding conflicts. Therefore, always ask yourself: could my personal interests or relationships influence the decisions I make? And could it look that way to others? If yes, then it is a potential conflict of interest. Always seek guidance when you are unsure.

CONFIDENTIALITY POLICY

You may receive or become aware of confidential or sensitive information relating to the Rainforest Alliance or to its activities, employees, donors, clients, other stakeholders, or other individuals or entities related to the Rainforest Alliance. For the term of your activities with the Rainforest Alliance and thereafter, you must keep all such information confidential and not communicate, disclose, or otherwise use it, directly or indirectly, without the written consent of the Rainforest Alliance. Information that is or becomes publicly available through no fault of your own is not considered confidential.

Any requests for (personal) information regarding employee(s), consultant(s), or vendor(s) from an outside party (including regulators, law firms, family members, and financial institutions) must be directed to Human Resources for appropriate correspondence. Under no circumstances should you provide employee or other personal information to these entities. Please contact Human Resources with any questions on this matter.

All confidential or otherwise sensitive information that you handle or receive in the daily performance of your duties is the property of the Rainforest Alliance. All papers, documents, and computer-based data, including copies, must be returned to the Rainforest Alliance upon separation.

Anyone found violating this policy regarding confidential or otherwise sensitive information will be subject to disciplinary action, up to and including termination of employment or engagement, and legal action, even if the person in question does not benefit from the disclosure of information.

You must comply with the confidentiality obligations of this Code and the confidentiality obligations in any agreement you may have with the Rainforest Alliance. In the event of a conflict, the terms of your agreement govern.

REPORTING AND RESPONDING TO COMPLAINTS

Duty to report – You have a voice at Rainforest Alliance

The Rainforest Alliance believes you are integral to maintaining the Rainforest Alliance's integrity. You have a critical role in ensuring the high quality of Rainforest Alliance's culture, our reputation, and our brand. You have an obligation to speak up if:

- You are unsure about the proper course of action to take and need advice regarding compliance with this Code or Rainforest Alliance policies;
- You believe misconduct has taken place or is about to take place;
- You believe you have been involved in misconduct;
- You suspect or know of violence/threats of violence; weapons in the workplace; and overt signs of extreme stress/resentment/hostility/anger/irrational behavior from employees, guests, or contractors. Reports of violence should be as fast, specific, and detailed as possible; or
- When something isn't right.

The Rainforest Alliance wants to hear your concerns. Speaking up in these situations is critical because it is the right thing to do and allows the Rainforest Alliance to quickly address potential issues. The duty to speak up arises not only in the case of suspected misconduct, but also in situations where you are concerned about your safety or the safety of others, or where you need guidance to determine the correct course of action. Concerns should be reported responsibly and in good faith.

You should always speak up if you think misconduct has taken place. However, you are not responsible for getting enough information to be certain, and you should not undertake an investigation yourself. Rather, you are responsible only for reporting in good faith what you observe.

If you are unsure what to do in a situation, you have resources available to you including your Supervisor, Global Internal Compliance, Legal, and Human Resources who may guide you according to our internal procedures for complaints.

Complaints should be made initially to your supervisor. If the complaint relates to or involves your supervisor, you may elevate the report directly to the alternative reporting option listed below. Staff are also welcome to utilize the applicable Whistleblower Policy or make a report via

TABLE 1

An overview of policies and their respective reporting lines

Policy	Initial report	Alternative Reporting Line Option
Employment policies	Supervisor	Human Resources
Discrimination, harassment, bullying, workplace violence Policy	Supervisor	Human Resources
Anti-corruption	Supervisor	Global Internal Compliance
Financial impropriety	Supervisor	Global Internal Compliance
Violations by contracting parties (non-certified entities)	Supervisor	Global Internal Compliance
Safeguarding Vulnerable Populations and (Child) Protection Policy	Supervisor	Global Internal Compliance
Violations related to any Rainforest Alliance policy & procedure	Supervisor	Global Internal Compliance
Confidentiality	Supervisor	Legal
Conflict of Interest	Supervisor	Legal
Political & Lobbying Policy	Supervisor	Legal
Violations related to certified entities	Supervisor	Assurance
Complaints via Whistleblower Policy mechanisms (The Netherlands)	Any member of the Leadership Team, Chairman of the Works Council when LT is involved, or External Advisor	
Complaints via Whistleblower Policy mechanisms (all other entities)	General Counsel	Board Audit and Risk Committee
Data Protection	Supervisor	Legal

the Rainforest Alliance’s hotline if they are uncomfortable reporting to their supervisor or if they wish to remain anonymous.

Supervisors and others in leadership roles *must* listen to and address concerns seriously, manage them with suitable levels of confidentiality, contact subject-matter experts within the Rainforest Alliance if called for, and take appropriate responsive action. Any supervisor or manager who receives a good faith complaint, or information about any violation within this Code, must immediately report that to a next-level supervisor, or to the department listed in the table below. Supervisors and managers are subject to discipline for failing to report this information appropriately and quickly.

Non-Retaliation Policy

The Rainforest Alliance will not tolerate retaliation (“victimization” or “reprisals”), or threats of retaliation for raising good faith concerns or for participating in an investigation in good faith. The Rainforest Alliance has Whistleblower Policies and complaint mechanisms applicable to you and encourages individuals to report any good faith complaint. Of course, purposely false and malicious complaints may lead to disciplinary action, up to and including termination of employment or engagement.

Whistleblower Policies

The Rainforest Alliance maintains two Whistleblower Policies. The Rainforest Alliance, Inc. Whistleblower Policy, which can be found at [this link](#), is available to all staff. Employees of Rainforest Alliance B. V. and Stichting Rainforest Alliance, however, must comply with the Whistleblower Policy outlined in their [Employee handbook](#).

Hotline

The Rainforest Alliance has a third-party hotline available for all types of complaints. If for any reason, you feel uncomfortable speaking with your supervisor, the alternative reporting line, or under a Whistleblower Policy procedure, you may use the hotline. The hotline number can be found posted within the Rainforest Alliance’s offices, on the Rainforest Alliance’s integrity page on its website, or on the Rainforest Alliance’s intranet.

Complaints Received from Outside the Rainforest Alliance

Complaints received from non-employees of the Rainforest Alliance (i.e., consultants, employees of partner organizations, stakeholders, etc.) must also be reported to a supervisor or in accordance with the department specified in the alternative reporting table above.

If a complaint of misconduct is made, management will, as appropriate (1) conduct a timely investigation, (2) document and report on the results, as appropriate, of the investigation to senior leadership, and (3) take appropriate action based on the facts and circumstances, including, where appropriate, corrective action to prevent future acts, discipline of employees up to termination of employment or engagement, and referral to law enforcement authorities. The Rainforest Alliance will treat investigations of complaints as confidential, to the extent practical.

Investigation

The Rainforest Alliance will thoroughly investigate all complaints appropriate for investigation. We will make every effort to protect confidentiality as practical or when required by law. The Rainforest Alliance may suspend the person under investigation, during the investigation procedure as appropriate and allowed by law. If required in the circumstances, allegations may need to be referred to a relevant authority such as social care services or the police. The person under investigation may also be subject to discipline, or termination of employment or engagement.

DATA PROTECTION

We are committed to protecting the personal information of our staff and all persons we work with. We have an external-facing [Privacy Policy](#) that describes how we handle the personal information we collect and process globally, and a Personal Data Protection Policy that sets forth our principles for processing personal information in a responsible way.

Whether you work with personal information or come across it inadvertently, do all you can to handle it properly and uphold data privacy and protection laws wherever we work.

We set out key principles to consider when handling personal data:

1. Lawfulness, fairness, and transparency

Whenever you’re processing personal data, you should have a good reason for doing so (lawfulness). Reasons for processing data can include, for example:

- The person whose data will be processed (data subject) has given you consent to do so.
- You need the data to draft an agreement or for the performance of it.
- The data is necessary to fulfil RA’s legal obligation.

The principle of fairness goes hand-in-hand with lawfulness. It means that you should only handle personal data in ways that people reasonably expect you to and not mis-handle or misuse the data you collect (fairness).

Be clear, open, and honest with data subjects about who you are, and why and how you are processing their personal data (transparency).

2. Purpose limitation

Personal data can only be used for specified, legitimate business purposes. This means that data collected for one specified purpose should not be used for a new, incompatible purpose. If at any point, you want to use the data you have collected for a new purpose (other than your original purpose), you must ensure that the new use is compatible with your original purpose or find a (new) lawful basis for the new use, or ask specifically for the data subject’s consent.

3. Data minimization

Only collect the data you need to complete your purposes. Avoid gathering personal data which is not directly related to your purpose or more personal data than needed to complete your activity.

4. Accuracy

It is your responsibility to take reasonable steps to ensure that personal data is accurate and, where necessary, kept up to date.

5. Storage limitation

Do not retain personal data for longer than necessary to achieve the purpose of processing the data.

6. Integrity and confidentiality

You are responsible for maintaining the integrity and confidentiality of the data you have access to, essentially keeping it secure from internal or external threats. You must take reasonable measures to protect data from unauthorized or unlawful processing and accidental loss, destruction, or damage.

7. Accountability

The Rainforest Alliance has appropriate measures and records in place to demonstrate our compliance with the data processing principles. Data protection authorities can ask for this evidence at any time. Documentation is key as it creates an audit trail the authorities can follow if we need to prove responsible data collection and processing.

POLITICAL & LOBBYING ACTIVITIES

Rainforest Alliance is prohibited from lobbying. Lobbying is defined as participating or intervening (directly or indirectly) in, or contributing to, any political party or political campaign on behalf of (or in opposition to) any candidate for elected public office, in the U.S. or elsewhere. The Rainforest Alliance is strictly prohibited from engaging in activities in support or opposition of any candidate for public office. You have a responsibility to avoid giving the appearance of Rainforest Alliance participation in any such activities without authorization by the Director, Global Internal Compliance. The Rainforest Alliance is allowed to provide educational activities related to our mission with government actors. The Rainforest Alliance is also allowed to lobby on behalf of legislation globally when it is related to our mission and if it does not amount to a substantial portion of our activities or expenditures. All such lobbying activities must be reported on the relevant Rainforest Alliance annual disclosure form to the US tax authority.

As private individuals, you may engage in political activity with your own resources on your own time, subject to applicable law and the Rainforest Alliance policies and rules. For the avoidance of doubt, such activities must not be done during Rainforest Alliance work hours or involve the use of Rainforest Alliance facilities, equipment, or other resources, including for example, telephones, computers, email, office space, bulletin boards, and stationery.

For example, you may not respond to or forward emails regarding political campaigns or activities using a Rainforest Alliance email account, and you must make it clear under all circumstances that your activities are being conducted purely in a personal capacity and not on behalf of or in connection with the Rainforest Alliance.

Communications and advocacy statements should be in line with established Rainforest Alliance positions and evidence, and in case of doubt, should be discussed with your supervisor.

The following are some examples of activities that, if done on behalf of or in connection with the Rainforest Alliance would be considered impermissible lobbying:

- Endorsing or rating candidates;
- Making oral or written statements in support of or in opposition to a political candidate;
- Making or soliciting contributions to or for political candidates or organizations;
- Providing Rainforest Alliance facilities, assets, or resources (including contact lists) to influence an election; or
- Lending Rainforest Alliance employees to a campaign or having representatives speak about a candidate.

Questions regarding political or lobbying activities should be directed to the General Counsel.

ANTI-CORRUPTION POLICY

It is the Rainforest Alliance's policy that everyone acting on behalf of the Rainforest Alliance must adhere strictly to all applicable anti-corruption and anti-bribery laws, including local bribery laws, as well as the U.S. Foreign Corrupt Practices Act (the "FCPA"), the UK Bribery Act (when applicable), and all other anti-corruption laws of each country in which the Rainforest Alliance operates. The requirements of this Code apply even if local law permits business conduct otherwise prohibited by this Code.

The Rainforest Alliance believes that strong adherence to an Anti-Corruption Policy both strengthens our operational efficiency and safeguards Rainforest Alliance's integrity. In a global market, anti-competitive and corrupt practices are both unethical and unsustainable.

The Rainforest Alliance's prohibition on bribery applies to all improper payments regardless of size or purpose, including "facilitation" (or expediting) payments.

You are required to contact your immediate supervisor, Global Internal Compliance, or the General Counsel whenever you think you may be aware of or involved in conduct raising even potential issues under applicable anti-corruption and anti-bribery laws.

Gifts, Hospitality, and Loans

You may not offer or receive anything of value which could impact how you make decisions to or from an external source while conducting Rainforest Alliance business or when acting in any way on behalf of the Rainforest Alliance. For purposes of this Code, "anything of value" includes gifts and loans exceeding US \$50 but excludes (1) nominal items such as food and drink at business meetings and, (2) provided advance permission is obtained from your immediate supervisor or Human Resources, reasonable and proportionate accommodation while conducting Rainforest Alliance business and modest entertainment in a business context. However, you may not accept or offer any excessive or lavish hospitality. Excessive or lavish hospitality can trigger an offence under applicable anti-cor-

ruption and anti-bribery laws. You are also prohibited from soliciting any gift or gratuity from a prospective vendor, supplier, or contractor.

There may be situations where it is culturally inappropriate to reject a gift. In such situations, staff may accept the gift and contact Global Internal Compliance or Human Resources, who will direct you on how to manage the gift.

You may offer or accept unsolicited gifts, other than money, that have a modest value:

- and do not create a perception (or an implied obligation) that the giver is entitled to preferential treatment of any kind. Such gifts may include flowers, fruit baskets, meals and other modest presents to celebrate a special occasion;
- and would not influence, or appear to influence, your ability to act in the best interest of the Rainforest Alliance; and
- such as advertising or promotional items (calendars, pens, mugs, caps, t-shirts).

If possible, when receiving gifts, share such gifts with others in the office. Lavish gifts may not be accepted. Employees may never accept compensation or honoraria from entities with whom Rainforest Alliance does or may do business without prior written consent. Offering or receiving cash (of any amount) is strictly prohibited.

Please report all gifts offered and received of a value exceeding USD 50 to the Director Global Internal Compliance for approval [here](#). If you are offered a gift that you know is inappropriate, politely refuse it and explain that it is the Rainforest Alliance' policy not to accept the gift. If you receive a gift without any opportunity to refuse it, consult the Director Global Internal Compliance for further guidance.

TABLE 2

The Rainforest Alliance's Gift Giving and Gift Receiving Guidance

Generally Acceptable	Generally Unacceptable	Unacceptable
Gifts of nominal value (bearing the company logo)	Gifts to government officials	Lavish gifts
Business meals consumed by representatives of the offering organization as well as Rainforest Alliance representatives	Gifts that are of multiple quantities	Gifts intended to influence business decisions
Perishable gifts not exceeding USD 50	Gifts exceeding USD 50	Gifts to government officials for expedited service
	Compensation or honoraria	Solicited gifts
		Gifts that may be considered bribes
		Cash gifts

Anti-Bribery Policy

No one acting for or on behalf of the Rainforest Alliance may, directly or indirectly, offer, make, promise, receive, approve, or authorize the making of any Prohibited Payment.

For purposes of this Code, a “Prohibited Payment” is any offer, gift, payment, promise to pay, or authorization of the payment of any money or anything of value, including charitable contributions, directly or indirectly, to a Government Official, political party, agent, or third party for the purpose of influencing any act or decision of the Government Official in his or her official capacity. On occasion and in very limited situations, social amenities, entertainment, and other courtesies may be extended to Government Officials or employees where allowable under applicable law and with the prior consent of the General Counsel.

For purposes of this Code, a “Government Official” is:

- a. any officer or employee of a government or department (whether executive, legislative, judicial, or administrative) or agency or instrumentality of such government, including a regional governmental body or a government-owned or -controlled business;
- b. any person acting in an official capacity for or on behalf of such government, department, agency, or instrumentality;
- c. any person holding a legislative, administrative, or judicial office, whether appointed or elected;
- d. any person exercising a governmental function, including for a government agency or government enterprise;
- e. an agent, advisor, or consultant to such person;
- f. an officer of a political party or a candidate for public office; or
- g. an officer, employee, or person acting in an official capacity for or on behalf of a public international organization (that is, any international organization formed by states, governments, or other public international organizations, including, for example, the United Nations and The World Bank).

Facilitation payments may help to create a culture of corruption inside the Rainforest Alliance, because they foster a lax attitude towards the demands and solicitations of public officials. We have zero tolerance to the paying of Facilitation Payments, however small, unless facing situations of fear of imminent danger to your or another’s safety or liberty, as explained below.

For purposes of this Code, a “Facilitation Payment” is any payment (usually in cash) in order to encourage Government Officials to perform or speed up a duty they are obligated to perform anyway, without any extra payment, such as (for example) where a Government Official demands US \$30 cash in order to process a visa “more quickly” where the legal fee for the visa has already been paid in advance, and the demand is not for an additional and legally permitted expediting fee. It further includes illegal payment demands by Government Officials in the context of obtaining permits and licenses or by a supplier that is a government-owned enterprise providing services such as power, water, loading of cargo, and telephone services.

When faced with demands for a Facilitation Payment, if you are in a situation of fear of imminent danger to your or another’s safety or liberty the facilitation demand should not be challenged but paid immediately. After making the Facilitation Payment in such a situation the demand and payment must be reported as soon as possible, and a receipt must be obtained if at all possible. If your health or safety is not in danger, you should challenge the legality of the demand, ask to speak to a superior officer, and, always report the demand to RA’s General Counsel.

The UK Bribery Act

As well as prohibiting the bribery of public officials (following the FCPA), the UK Bribery Act prohibits bribery in private-to-private business transactions. It makes it an “offence” to offer or receive any advantage or benefit with intent to induce or reward a breach of trust, good faith, or impartiality. If you offer or accept anything of value contrary to the stated policy, it may amount to an offence under the UK Bribery Act (if applicable).

Under the UK Bribery Act, if applicable, if a bribe is offered by an associate of the Rainforest Alliance in the course of Rainforest Alliance business, the *organization* could be liable for failing to prevent it. An “associate” is anyone who provides a service to the Rainforest Alliance, including agents, consultants, intermediaries, and suppliers.

The UK Bribery Act applies to anyone who conducts business in the UK, regardless of your location. Therefore, the UK Bribery Act covers offences in the UK as well as overseas.

Agents

It is crucial that all our agents understand and enforce our anti-corruption policies. Any expenses incurred by an Agent in connection with the matters discussed here must be accurately recorded on the Rainforest Alliance’s books and records, with explicit specification of the amount and reason for the expense. Payment in cash for these expenses is strictly prohibited.

POLICIES CONCERNING FINANCIAL IMPROPRIETY

The Rainforest Alliance’s financial integrity and credibility are critical to our donors, funders, governments, partners, and clients. The Rainforest Alliance has a number of internal controls designed to ensure accurate financial records and prevent corruption, fraud, and waste. These controls can be found on the Policies and Procedures on the intranet and include for example: Banking and Signature Authority; Business Expense and Donor Financial Reports, among others. You are responsible for understanding and following these policies.

Our commitment to fiscal responsibility requires that anyone who represents the Rainforest Alliance conducts business consistent with the Rainforest Alliance’s fiscal controls, policies, procedures, applicable laws, and funder/donor requirements, and protects and safeguards Rainforest Alliance assets.

If you participate in administration or financial management or reporting, you must follow generally accepted accounting principles, ensure that the books and records of the Rainforest Alliance and affiliates accurately and fairly reflect all transactions, properly record all funds, follow our internal policies and procedures meet the requirements of our external auditors and assure our donors that their investments are safe and being used correctly.

POLICY AGAINST DISCRIMINATION, ILLEGAL HARASSMENT, BULLYING AND WORKPLACE VIOLENCE

The Rainforest Alliance is committed to a congenial work environment we treat one another with respect and dignity. Rainforest Alliance employees deserve to work in a professional atmosphere free from illegal discrimination, harassment, bullying, and violence.

Our policy against discrimination, illegal harassment, bullying and workplace violence applies for all staff in all Rainforest Alliance workplaces and at all our functions, operations, and events. The policy is in three parts, setting out Rainforest Alliance rules against (1) illegal workplace discrimination, (2) illegal harassment and bullying, and (3) workplace violence.

Illegal Discrimination

The Rainforest Alliance supports equal employment opportunity that is, no illegal discrimination in recruitment, hiring, compensation, benefits, termination, and all other employment terms and conditions. We prohibit all illegal workplace discrimination against staff.

Laws in all Rainforest Alliance jurisdictions prohibit employment discrimination motivated by certain specific traits or characteristics of applicants and employees. The specific traits or characteristics that are protected from discrimination differs from jurisdiction to jurisdiction.

- Common examples of “protected” traits and characteristics include: race, national origin, religion, gender, gender identity, sexual orientation, disability, and pregnancy/ reproductive choices.
- Certain jurisdictions also protect additional traits and characteristics examples include gender expression, marital/family status, genetic information, military veteran status, citizenship status, political opinion/ belief, and age.

All Rainforest Alliance staff, board members, and consultants (if applicable) must comply with applicable discrimination laws, in recruitment/hiring and during employment, in setting compensation rates, evaluating subordinates, and terminating employment. The Rainforest Alliance may discipline, dismiss, or terminate the employment or engagement of anyone who commits illegal discrimination.

In some contexts, complying with these discrimination laws requires offering reasonable accommodations (for example, accommodating an employee’s religion or disability by making reasonable changes to job tasks or schedules). The Rainforest Alliance makes all reasonable accommodations for Rainforest Alliance staff required by law. Any employee requesting an accommodation should raise the issue with a supervisor, management, or Human Resources.

Illegal Harassment

“Illegal Harassment” is offensive conduct, that may demean, humiliate, or embarrass another person. Harassment against Rainforest Alliance staff in any form because of gender, gender identity and expression, physical ability, physical appearance, ethnicity, race, national origin, political affiliation, age, religion or any other protected characteristic is prohibited by the Rainforest Alliance. Harassment may be verbal or physical.

“Harassment” does not include the reasonable exercise of management functions (giving reasonable instructions or directions, providing constructive criticism and counseling, enforcing workplace standards, and taking corrective and disciplinary action, for example).

Sexual harassment is a specific type of prohibited conduct that involves unwelcome sexual advances, requests for sexual favors or other verbal or physical behavior of a sexual nature that affects a person’s job, unreasonably interferes with someone’s work performance or creates an intimidating or offensive work environment.

Illegal harassment can occur between a supervisor and a subordinate, among co-workers, or with third parties. Examples of behaviors that might amount to illegal harassment include: negative stereotyping, slurs, threats, intimidation, hostile acts, denigrating material posted or circulated in the workplace, unwanted sexual advances or propositions, inappropriate sexual conduct, unwelcome touching, obscene language or gestures, sexual jokes, and indecent exposure.

You must comply with applicable laws against workplace harassment. The Rainforest Alliance may discipline, dismiss, or terminate anyone who commits illegal harassment.

Bullying

The Rainforest Alliance prohibits workplace bullying of Rainforest Alliance staff, regardless of the motive. Bullying is abusive conduct that includes at least two of the following three elements: (a) threatening, humiliating, or intimidating behavior, (b) work interference, exclusion, or sabotage that prevents work from getting done, and (c) extreme or repeated verbal abuse. The Rainforest Alliance will discipline or terminate the employment or engagement of anyone found to have bullied or committed abusive conduct prohibited under this Code.

It is important to distinguish between bullying and appropriate workplace supervision. Reasonable supervisory actions include performance feedback, monitoring or limiting sensitive information for legitimate business reasons, setting aggressive goals, counseling or disciplining an employee for misconduct, and investigating potential misconduct.

Differences of opinion, interpersonal conflicts, and occasional problems in working relations are an inevitable part of working life and do not necessarily constitute workplace bullying.

Workplace Violence

The Rainforest Alliance does not tolerate any workplace violence including any act or threat of violence by an employee, consultant or contractor or anyone else on Rainforest Alliance premises, while engaging in Rainforest Alliance business or at events or functions.

“Workplace violence” includes: conduct that threatens, intimidates, or coerces; purposely injuring someone physically; threatening remarks; aggressive or hostile behavior that creates a reasonable fear of injury or subjects someone to emotional distress; intentionally damaging the Rainforest Alliance’s or an employee’s property; possessing a weapon while on Rainforest Alliance property or while conducting Rainforest Alliance business; and stalking (including stalking-like behaviors).

Violent behavior of any kind or threats of violence, either implied or direct, are prohibited at the Rainforest Alliance. Anyone who exhibits violent behavior may be subject to criminal prosecution and shall be subject to disciplinary action up to and including termination of employment or engagement.

SAFEGUARDING VULNERABLE POPULATIONS AND CHILD PROTECTION POLICY

The Rainforest Alliance strives to safeguard the welfare of vulnerable populations with whom we come into contact as part of the Rainforest Alliance’s work. Vulnerable populations include children, young adults under 18 years of age, and vulnerable adults, who are at heightened risk of violence, harassment and discrimination because of an increased susceptibility based on characteristics such as gender, ethnicity, disability, sexuality, socioeconomic situation, or belief. The term vulnerable adults also broadly means adults in receipt of personal, medical, or day-to-day care irrespective of whether that occurs at home, in a hospital, a care home, a day care center, a prison, or other locations.

We take very seriously our responsibility and duty to ensure that we, as an organization, as well as anyone who represents us, does not in any way harm, abuse, or commit any act involving the use of any form of slavery, human trafficking, exploitation or forced labor practices to exploit children or other vulnerable populations or place them at risk.

The Rainforest Alliance believes that the welfare of any vulnerable populations with whom we come into contact is paramount. Their human rights should be respected, therefore, any adverse impact on those rights should be reported consistent with the reporting mechanisms set out in this Code.

At all times we should:

- Reject all forms of exploitation and/or abuse;
- Be alert to signs of violence, harassment or discrimination;
- Maintain appropriate boundaries with those with whom we come into contact;
- Incorporate safeguarding principals into Rainforest Alliance work and implementation where appropriate; and
- Comply with all applicable laws, regulations, or customs and Rainforest Alliance policy regarding the photography, filming, or other image-generating activities of vulnerable populations.

We should never:

- Show favoritism or treat any person unfavorably among beneficiaries or beneficiary communities;
- Place ourselves in a potentially compromising situation that could be interpreted as compromising by another party such as spending unnecessary amounts of time alone with a vulnerable population away from others; or
- Steal or withhold financial or material possessions, such as in exchange for participation in a Rainforest Alliance project.

