



## **Vendor Code of Conduct**

International Medical Corps is committed to upholding the highest standards in all our business dealings with the U.S. Government and other international and private funders, protecting taxpayer resources, and providing high-quality services and products. Complying with all laws and regulations and ensuring fair competition are fundamental to this commitment.

This Vendor Code of Conduct expresses the expectations we hold for all of International Medical Corps vendors.

## General Disclaimer

This Vendor (“vendors”) Code of Conduct contains principles to promote ethical conduct in the workplace, safe working conditions, the protection of sensitive information, and the treatment of workers with respect and dignity. As used in this Vendor Code, “Vendor” refers to any entity providing products, people or services to International Medical Corps, including its subcontractors and agents, and where applicable, the personnel of Vendor and its subcontractors and agents. At a minimum, all Vendors must operate in full compliance with the laws, rules and regulations of the jurisdictions (whether U.S. or otherwise) in which they operate or where they provide services to International Medical Corps. Where this Vendor Code sets higher standards than what the law provides, International Medical Corps expects Vendors to adhere to such standards. This Vendor Code is not intended to create new or additional rights, or any additional International Medical Corps obligations, in favor of Vendors, Vendor personnel, or any third parties. It supplements, but does not supersede, the contracts between International Medical Corps and the Vendor.

## I. Compliance with Laws

International Medical Corps expects our vendors to maintain full compliance with all laws and regulations applicable to their business. When conducting international business, or if their primary place of business is outside the United States, vendors must comply with local laws and regulations.

### A. Maintain Accurate Records

Vendors must create accurate records and not change any record entry to conceal or misrepresent the underlying transaction represented by it. All records, regardless of format, made or received as evidence of a business transaction must fully and accurately represent the transaction or event being documented.

## II. Human Rights

International Medical Corps expects our vendors to treat people with respect and dignity, encourage diversity, remain receptive to diverse opinions, promote equal opportunity for all, and foster an inclusive and ethical culture.

### A. Child Labor

International Medical Corps expects our vendors to ensure that illegal child labor is not used in the performance of work. The term “child” refers to any person under the minimum legal age for employment where the work is performed.

### B. Human Trafficking

Vendors must adhere to regulations prohibiting human trafficking and comply with all applicable local laws in the country or countries in which they operate. Vendors must refrain from violating the rights of others and address any adverse human rights impacts of their operations. Vendors must educate employees on prohibited trafficking activities, discipline employees found to have violated the law or rules, and notify International Medical Corp of violations and action taken against employees. Specifically, vendors will be prohibited from the following in all contracts:

- Destroying, concealing, or confiscating identity or immigration documents;
- Using misleading or fraudulent tactics in recruiting;
- Charging employee recruitment fees or providing inadequate housing based on local standards, laws, and directives;
- Failing to provide employment contracts and other documentation in the employee’s native language;
- Failing to provide return transportation upon the end of employment for employees brought to the country for the purpose of working on a U.S. Government award; and
- Failing to interview and protect employees suspected of being trafficking victims.

### III. Employment Practices

#### A. Harassment

International Medical Corps expects our vendors to ensure their employees are afforded an employment environment that is free from physical, psychological, and verbal harassment or other abusive conduct.

#### B. Non-Discrimination

International Medical Corps expects our vendors to provide equal employment opportunity to its employees and applicants for employment, without regard to race, ethnicity, religion, color, sex, national origin, age, military veteran status, ancestry, sexual orientation, gender identity or expression, marital status, family structure, genetic information, or mental or physical disability, so long as the essential functions of the job can be competently performed with or without reasonable accommodation.

#### C. Substance Abuse

International Medical Corps expects our vendors to maintain a workplace free from illegal use, possession, sale, or distribution of controlled substances.

### IV. Anti-Corruption

#### A. Anti-Corruption Laws

Our vendors must comply with the anti-corruption laws, directives, and/or regulations that govern operations in the countries in which they do business, such as the U.S. Foreign Corrupt Practices Act and the UK Bribery Act.

We require our vendors to refrain from offering or making any improper payments of money or anything of value to government officials, political parties, candidates for public office, or other persons. This includes a prohibition on facilitating payments intended to expedite or secure performance of a routine governmental action like obtaining a visa or customs clearance, even in locations where such activity may not violate local

law. Personal safety payments are permitted where there is an imminent threat to health or safety.

We expect our vendors to exert due diligence to prevent and detect corruption in all business arrangements, including partnerships, joint ventures, offset agreements, and the hiring of consultants.

#### B. Illegal Payments

Our vendors must not offer any illegal payments to, or receive any illegal payments from, any customer, vendor, their agents, representatives, or others. The receipt, payment, and/or promise of monies or anything of value, directly or indirectly, intended to exert undue influence or improper advantage is prohibited. This prohibition applies even in locations where such activity may not violate local law.

#### C. Unfair Business Practices

Vendors must not engage in unfair business practices such as fixing prices or rigging bids with competitors. Vendors must not allocate customers or markets with competitors, or exchange current, recent, or future pricing information with competitors. Vendor will otherwise comply with all applicable antitrust and competition laws.

#### D. Gifts/Business Courtesies

International Medical Corps expects our vendors to compete on the merits of their products and services. The exchange of business courtesies may not be used to gain an unfair competitive advantage. In any business relationship, our vendors must ensure the offering or receipt of any gift or business courtesy is permitted by law and regulation, these exchanges do not violate the rules and standards of the recipient's organization, and are consistent with reasonable marketplace customs and practices.

### V. Conflict of Interest

International Medical Corps expects our vendors to avoid all conflicts of interest or situations giving the

## Vendor Code of Conduct

appearance of a potential conflict of interest in their dealings with our company. We expect our vendors to provide notification to all affected parties in the event an actual or potential conflict of interest arises. This includes a conflict between the interests of our company and personal interests or those of close relatives, friends, or associates

### VI. Information Protection

#### A. Confidential/Proprietary Information

We expect our vendors to properly handle sensitive information, including confidential, proprietary, and personal information. Information should not be used for any purpose (e.g., advertisement, publicity, and the like) other than the business purpose for which it was provided, unless there is prior authorization from the owner of the information.

#### B. Intellectual Property

International Medical Corps expects our vendors to respect and comply with all the laws governing intellectual property rights assertions, including protection against disclosure, patents, copyrights, and trademarks.

#### C. Information Security

Vendors must protect the confidential and proprietary information of others, including personal information, from unauthorized access, destruction, use, modification, and disclosure through appropriate physical and electronic security procedures. Vendors must comply with all applicable data privacy laws. Vendors shall ensure extension of this requirement to all sub-tier sources they employ.

### VII. Environment, Health, and Safety

International Medical Corps expects our vendors to operate in a manner that actively manages risk, conserves natural resources, and protects the environment. We expect our vendors to comply with all applicable environmental, health and safety laws, regulations, and directives. Vendors should protect the

health, safety, and welfare of their people, visitors, and others who may be affected by their activities.

### VIII. Global Trade Compliance

#### A. Security

When applicable, vendors are encouraged to implement practices and procedures to ensure the security of their supply chains in accordance with the Customs-Trade Partnership Against Terrorism initiative of the U.S. Department of Homeland Security.

#### B. Import

International Medical Corps expects our vendors to ensure their business practices are in accordance with all applicable laws, directives, and regulations governing the import of parts, components, and technical data.

#### C. Export

International Medical Corps expects our vendors to ensure their business practices are in accordance with all applicable laws, directives, and regulations governing the export of parts, components, and technical data.

### IX. Quality

Vendors must take due care to ensure their work product meets our company's quality standards. We expect our vendors to have in place quality assurance processes to identify defects and implement corrective actions and to facilitate the delivery of a product whose quality meets or exceeds the contract requirements.

#### A. Counterfeit Parts

We expect our vendors to develop, implement, and maintain methods and processes appropriate to their products to minimize the risk of introducing counterfeit parts and materials into deliverable products. Effective processes should be in place to detect counterfeit parts and materials, provide notification to recipients of counterfeit product(s) when warranted, and exclude them from the delivered product.

## X. Ethics Program Expectations

### A. Whistleblower Protection

International Medical Corps expects our vendors to provide their employees with avenues for raising legal or ethical issues or concerns without fear of retaliation. We expect our vendors to take action to prevent, detect, and correct any retaliatory actions.

### B. Consequences for Violating Code

In the event of a violation of any of the above expectations, we may pursue corrective action to remedy the situation. In the case of a violation of law or regulation, we may be required to report those violations to proper authorities. We reserve the right to terminate our relationship with any vendor under the terms of the existing procurement/purchasing contract.

### C. Ethics Policies

Commensurate with the size and nature of their business, we expect our vendors to have management systems in place to support compliance with laws, regulations, and the expectations related to or addressed expressly within this Vendor Code of Conduct. We encourage our vendors to implement their own written code of conduct and to flow down the principles of a code of conduct to the entities that furnish them with goods and services.

## Contacts/Resources

For questions regarding International Medical Corps' Vendor Code of Conduct, please contact International Medical Corps' Compliance Department at [compliance@InternationalMedicalCorps.org](mailto:compliance@InternationalMedicalCorps.org).

The International Medical Corps EthicsPoint Hotline is available for Vendors as well International Medical Corps employees, to ensure that International Medical Corps continues to operate under the highest ethical standards and principles. You can use it to ask questions about this Code as well as to report any concerns involving fraud, waste and abuse to International Medical Corps by submitting a report

online at [www.internationalmedicalcorps.ethicspoint.com](http://www.internationalmedicalcorps.ethicspoint.com). You can also call your respective country hotline listed on International Medical Corps' EthicsPoint page.

(SIGNATURE OF VENDOR'S AUTHORIZED REPRESENTATIVE)

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(PRINT NAME)

\_\_\_\_\_  
(TITLE)

\_\_\_\_\_  
(VENDOR NAME)

\_\_\_\_\_  
(DATE)