



For more than 50 years, EDF has used science, economics and partnerships to create a safer and healthier environment for all. To do that, we must be seen as a trusted partner and highly credible resource, which is why *Integrity* is one of our [core values](#) .

As we continue to build the EDF community across the globe, we have developed an EDF Code of Ethical Conduct, providing guidance on how to fulfill EDF's mission while remaining committed to our core values, wherever in the world we operate.

This code of conduct reflects EDF's commitment to a culture of openness where we can all ask questions—including those of a legal and ethical nature—raise concerns, and if necessary, report unethical behavior.

Operating with integrity is the highest priority for EDF, and this Code will help guide your actions and provide direction when the right thing to do is unclear.

Together, we will ensure a vital earth for everyone, and we will do it with integrity.

Best, Fred

Fred Krupp
President
Environmental Defense Fund

EDF Code of Ethical Conduct

The Environmental Defense Fund brings people and resources together to find solutions to meet the challenges that threaten our environment. The values by which we operate and the integrity of our employees and the partners with which we collaborate are crucial to our mission and part of our Core Values. This Code of Ethical Conduct is meant to describe and affirm those values and is issued on behalf of the Environmental Defense Fund, Inc., and our affiliates, globally, and includes our trustees, employees, and consultants (collectively referred to as "EDF").



Commitment to Respecting Others and Ethical Business Conduct

EDF is committed to the highest global standard of ethical conduct and respecting others. EDF conducts all operations in a proper, fair, impartial, and ethical manner -- avoiding even the appearance of impropriety -- and will only do business with others who share our values and standards of conduct. EDF, our trustees, and employees, will act in full compliance with all applicable laws and regulations in countries where EDF conducts business. Any action taken by EDF must be fully justifiable and not raise questions as to the company's ethical conduct, honesty, impartiality, reputation, or otherwise cause embarrassment to EDF.

EDF maintains an Ethics-based Compliance Program, implemented by the Director of Ethics and Compliance in coordination with other stakeholders, to communicate its commitment to ethical conduct in accordance with EDF values, and to ensure compliance with all applicable laws, rules, and regulations. This program informs employees world-wide of EDF policies and guidance concerning ethical business conduct and respecting others, and helps them to resolve questions and report suspected violations of this Code, any applicable laws or regulations, or our policies and procedures.

Know the Code of Ethical Conduct

Maintaining strong ethics, integrity and trust is essential for EDF to accomplish its mission. The Code of Ethical Conduct helps to navigate challenging situations. Upon induction and on an annual basis thereafter, EDF will train staff on this Code and any related policies and procedures. All EDF trustees and staff are expected to be familiar with the Code, and failure to comply with the Code may result in appropriate disciplinary action.

While our Code is not intended to provide examples of every situation that may occur, it does provide the baseline standard of conduct to follow. If you have any questions or need additional guidance, you can always contact Ethics@edf.org for any business ethics or compliance concerns, and HR@edf.org for any human resources issues, or any of the other resources listed in this Code and related policies.

Ask questions and report concerns: All EDF trustees and staff have a responsibility to speak up if you have a question or if you suspect that there may be a violation of the law, our Code, EDF policies or procedures, or the Employee Handbook. There are multiple ways you can report a concern. You may always address any questions or concerns to your supervisor who has the responsibility to escalate the issue as appropriate. If you do not feel comfortable raising the issue with your supervisor or you feel the issue has not been adequately addressed, you may contact Ethics@edf.org, HR@edf.org, or submit an anonymous report via the EDF Helpline at <https://secure.ethicspoint.com/domain/media/en/gui/53082/index.html>.

In some cases, given the nature of the issue or regulatory requirements, EDF may report the instances of misconduct to appropriate oversight entities, including donors, law enforcement or other governmental agencies, such as on the IRS Form 990 in the U.S. or the Charity Commission in the U.K.

If you wish to remain anonymous, EDF will maintain your anonymity to the extent permitted by law.

Cooperate with investigations: In cases where an allegation of misconduct or unethical behavior warrant additional investigation, EDF staff are expected to fully cooperate, provide all requested information and never knowingly alter or destroy relevant documentation.

Zero Tolerance for Retaliation: EDF does not tolerate retaliation against anyone who reports a concern in good faith, nor will we tolerate retaliation for someone who participates in an investigation. If you believe you have been retaliated against or witnessed retaliation, report the situation to any of the resources listed in this Code or in accordance with the Whistleblower Policy.

Identify, Disclose and Manage Conflicts of Interest

EDF and its trustees and staff will strive to identify situations that present actual and potential conflicts of interest in the use of its funds and in the operation of its programs and will act appropriately in situations where such a conflict of interest is identified. EDF's trustees and staff have a responsibility to declare any real or potential conflicts of interest upon induction and as they arise in accordance with EDF's Conflict of Interest Policy. Any questions regarding whether a particular relationship raises a conflict should be addressed to Ethics@edf.org, and will be resolved in collaboration with Human Resources and other stakeholders, as appropriate.



Respect and Safeguard Others

Diversity, Equity and Inclusion: EDF believes that meaningful and durable solutions arise from communities whose lives and livelihoods are at stake and that those solutions should be equitably pursued and shared among all communities. EDF embraces the ongoing work of diversity, equity, inclusion, and social justice as central to our mission, excellence, and success.

Nondiscrimination: EDF will strive to provide a workplace free of harassment and discrimination for any reason, including based on reasons such as race, national or ethnic minority status, color, age, sex, sexual orientation, gender, gender identity or expression, social origin, disability, religion, political affiliation, union membership, pregnancy, marital status, or any other protected category as defined by local laws. EDF and its employees will strive to better understand, cultivate, and support a diversity of perspectives in our work to make EDF a place where a diversity of talented people bring their full selves to the creation of solutions.

EDF complies with applicable laws that prohibit discrimination against individuals with disabilities. We encourage EDF staff and job applicants to let us know about any disabilities so we can provide reasonable accommodation.

Forced Labor: EDF and its employees will uphold human rights for workers, as set out in the Universal Declaration of Human Rights, including, not using, or benefiting from the use of forced labor or bonded, indentured servants, or involuntary prison labor, and not engaging in or benefiting from any form of human trafficking.

Child Labor and Safeguarding: EDF will not use or benefit from child labor and will employ persons under the age of 18 only when young workers are above the relevant country's legal age for employment and the age established for completing compulsory education and on the condition that they will not be engaged in hazardous work. EDF expects that its employees will promote the safety and well-being of children at all times.

Implementation of EDF's activities may involve children, or personnel engaged in the implementation of our activities may come into contact with children, which could raise the risk of child abuse, exploitation, or neglect within this award. EDF agrees to abide by the following child safeguarding core principles:¹

¹ The ensuing language is required to be inserted into EDF's Code of Ethical Conduct pursuant to 48 CFR §752.7037.

- (1) Ensure compliance with host country and local child welfare and protection legislation or international standards, whichever gives greater protection, and with U.S. law where applicable;
- (2) Prohibit all personnel from engaging in child abuse, exploitation, or neglect;
- (3) Consider child safeguarding in project planning and implementation to determine potential risks to children that are associated with project activities and operations;
- (4) Apply measures to reduce the risk of child abuse, exploitation, or neglect, including, but not limited to, limiting unsupervised interactions with children; prohibiting exposure to pornography; and complying with applicable laws, regulations, or customs regarding the photographing, filming, or other image-generating activities of children;
- (5) Promote child-safe screening procedures for personnel, particularly personnel whose work brings them in direct contact with children; and
- (6) Have a procedure for ensuring that personnel and others recognize child abuse, exploitation, or neglect; mandating that personnel and others report allegations; investigating and managing allegations; and taking appropriate action in response to such allegations, including, but not limited to, dismissal of personnel.

Violence and Weapons Ban: EDF is committed to providing a violence-free workplace. As such, we will not tolerate any form of workplace violence, including verbal and nonverbal threats or destruction of property, and prohibits the possession or use of dangerous weapons on EDF property or while engaged in any way on any EDF project.

Safety is Everyone's Responsibility: EDF will provide its employees with an appropriately safe and healthful working environment with standards to help prevent accidents and injury. If anyone at EDF has concerns relating to their safety, they should contact HR@edf.org.

Employment, Labor and Immigration Compliance: EDF shall pay workers according to applicable wage laws, including any applicable minimum wages, social security, tax or comparable withholdings that may be required by local law, overtime hours and mandated benefits, and shall strive to pay a level of compensation that meets workers' basic needs and provides some discretionary income, and is equitable among workers performing similar jobs.

Integrity and Transparency in Our Business Activities

Anti-Fraud: Fraud is the deliberate practice of deception in order to attain a financial or other benefit. The term is used to describe a whole range of activities such as forgery, theft, false representation, embezzlement, concealment or omission of material facts,

and collusion. Fraud is very serious, regardless of the funding source, and diverts resources away from our primary objectives, undermines our credibility, and can directly impact our ability to pursue EDF's mission. All EDF staff should understand the risk of fraud faced by the organization and report any concerns immediately. EDF takes a zero-tolerance approach to any incidents of EDF staff or other third-parties engaging in intentional fraud.

Anti-Bribery and Corruption: EDF and its employees will not offer nor facilitate the offering of bribes (i.e., anything of value meant to gain or retain business, including cash, cash equivalents, lavish gifts, offers of employment or any other economic benefit) to any public official or private person or entity and will not accept or consent to benefit from any bribes. EDF takes a zero-tolerance approach to any direct or indirect incidents of receiving or offering bribes – and remember, EDF is not only responsible for our actions, but also for the actions of any third party who represents EDF. All EDF staff should understand the risks of bribery, and be thoughtful about the offer or receipt of anything of value from a third-party in connection with EDF's operations. Staff should give careful consideration to local norms and the appearance of influencing decisions whenever conferring anything of value to government officials, including gifts, travel, entertainment or offers of employment given the heightened risk of the appearance of bribery under such situations.

Ensure accurate record-keeping and disclosures: EDF and its employees shall ensure that all financial books, business records, reports and other disclosures are full, fair, accurate, and timely. This obligation applies to all employees with any responsibility for the preparation of such records or reports, including drafting, reviewing and signing or certifying the information contained therein. Staff are prohibited from misrepresenting facts or falsifying records, and may not interfere with any auditor or other investigation of EDF's books, records, processes or internal controls.

Integrity in Procurement, Subawards and Relationships with Third-parties: To increase our impact and help fulfill our mission, we rely on partnerships with the climate action community, advocates, scientists, donors, and vendors. EDF always will treat our partners respectfully, lawfully and in an ethical manner. We always select these partnerships on the basis of objective criteria and providing the best value to our mission, not based on personal relationships or friendships.

Doing Business Only with Responsible Parties: EDF and its employees are committed to doing business only with responsible parties and will not engage with persons or companies that have been placed by governments or public international



organizations (such as the UN) on sanctioned party lists. EDF will use appropriate due diligence, controls and procedures to prevent engaging in or dealing with parties engaged in money laundering, trafficking in persons, the financing of terrorist activities, or other unlawful or socially harmful activities.

Trade Sanctions and Export Controls: EDF follows local and international trade laws wherever we operate. EDF will identify and comply with applicable trade sanctions and export control laws, including but not limited to US and EU trade sanctions laws.

Maximizing Impact and Preserving Charitable Status

To further our mission, EDF operates as a non-profit that both provides us certain benefits and imposes certain obligations. To maintain our non-profit status, EDF and its employees are obligated to act as careful stewards of the funds entrusted to us by donors and only use funds consistent with donor intent; to use those funds for mission purposes and acceptable business expenses; and in advocating for our mission consistent with applicable restrictions on lobbying, political activities, and other activities.

EDF and its employees will safeguard EDF's physical and financial assets, as well as its intellectual property, from theft and waste and will take appropriate measures to protect the integrity of our technology and information systems.

Commitment to Sustainability

Consistent with our mission, EDF strives to mitigate operational impacts on the environment and our communities. EDF integrates principles of sustainability into our own business decisions, tracks activities with the goal to reduce the emission of greenhouse gasses attributable to our operation, reduce waste, increase energy efficiency, and choose goods and services based on sustainable design, development, sourcing, manufacture, and distribution.

EDF strives to work with partners and suppliers that share our commitments to sustainability, and to work with third-parties to enhance their commitment to sustainability.

Protect Private and Confidential Information

EDF recognizes the need to handle personal and confidential data responsibly and in compliance with applicable data privacy laws worldwide and our contractual and ethical obligations. This includes personal and confidential data about our employees, donors and members, volunteers, and other partners in our mission. EDF will share personal



and confidential information only with those with a need to know and are authorized to receive the information.

Represent EDF’s Values and Mission in Public Statements or Social Media

EDF and its employees strive to communicate clearly, accurately, and transparently about its mission and activities, including in the press and social media, and to respect EDF’s reputation and the reputation of those individuals, entities, or communities about which or on behalf of which we communicate.

Waivers

EDF expects that its trustees, directors and staff will abide by this Code, and failures to comply with its terms may result in appropriate disciplinary action. EDF will consider waivers of the provisions of this Code only where circumstances warrant the waiver based on the best interests of EDF. Any waiver must be approved by the Chief Human Resources Officer and the Chief Legal Officer using the Waiver Form.

Version History

Description	Date
Policy launch (Effective Date)	June 1, 2022