
11.1 Policy Statement

- 11.1.1 This Section contains general rules of conduct to be observed by an officer so as to maintain integrity and uphold the dignity of the public office to which he has been appointed. Every officer occupies a special position in the Company and should ensure that his conduct both in public and in private life does not bring the Company into disrepute.
- 11.1.2 The collective personal conduct of KenGen employees portrays the corporate image of the Company. Therefore, KenGen maintains this Code of Conduct and Ethics to guide its employees with respect to standards of conduct expected in areas where improper activities could damage the Company's reputation and otherwise result in serious adverse consequences to the Company and to employees involved.

11.2 Objectives

The Company's objective in establishing this Code of Conduct and Ethics is to provide a clear framework within which employees of the Company are expected to conduct themselves. This Code specifically seeks to;

- a) Increase employee satisfaction, trust and self-identification with the Company.
- b) Increase the organizational resilience and improve the functionality, efficiency and performance of employee through preventing ambiguity and creating clear behavioral codes.
- c) Increase accountability, transparency and good governance in service delivery thus continually contributing to the Company's image, boosting public confidence and protect the integrity of the Company.
- d) Establish a moral foundation of values that raise the level of awareness of ethical standards required of all employees to improve their decision making process and also to reflect in personal behavior and standards of conduct.
- e) Ensure discipline, commitment, honesty, objectivity and impartiality in decision making and in the execution of the Company's duties.
- f) Provide mechanisms for consensus building on ethical issues, registration and management of gifts and conflicts of interest, decision making and ethical dialogue.
- g) Provide a framework and mechanisms for reporting of misconduct, whistle blowing, and investigation procedures, processing of disciplinary matters arising from breach of this code and enforcement and sanctions for breach of the code or other Policies of the Company.

11.3 Scope

- 11.3.1 The Code of Conduct and Ethics applies to the Company's employees under all terms of service and in all duty stations of the Company.
- 11.3.2 In the event of any inconsistency between the provisions of this Code, the general code in the Public Officer Ethics Act, Cap. 183 and the general code in the Leadership and Integrity Act, 2012 the latter shall prevail.
- 11.3.3 Officers are further required to adhere to their respective professional codes of conduct. It is imperative that an officer adheres to these rules of conduct and such other rules which may be introduced from time to time.
- 11.3.4 All employees shall be required to sign the Code of Conduct and Ethics upon employment and they will be bound by any amendments.

11.4 Office Hours

11.4.1 All employees will be required to work for 40 hours spread over 5 days in a week. The official working hours are as follows:

Day	Start Time	Lunch break	End time
Monday - Thursday	7.45 am	12.30 – 1.45 pm	5.00 pm
Friday	7.45 am	12.30 – 1.45 pm	4.30 pm

11.4.2 Though the general office hours will be as stated herein, HODs will not be restricted to utilize employees outside these hours, when there is any cause requiring their services either earlier or later, as long as the employees put up a maximum of forty (40) hours per week. Such cause include where an employee is allowed to proceed on duty when on standby on a normal working day, on a weekend or public holiday or those working on shifts.

11.5 Official Office Attire

11.5.1 The employees of the Company are expected to dress in formal and acceptable office attire between Mondays and Thursdays.

11.5.2 Dress-down policy: employees are free to dress down on Fridays. It should, however, be noted that employees are always expected to be smartly and decently dressed.

11.5.3 Employees may put on branded corporate attires on specific functions of the Company.

11.5.4 Employees offering common services such as Receptionists and Drivers are required to wear uniforms and will be issued with at least two (2) pairs of appropriate uniform on deployment.

11.5.5 All employees who are provided with uniform will always be required to maintain them in a clean and decent condition and to wear them while on duty.

11.5.6 Issues of uniforms and dates of their issue must be recorded in the Stores Ledger.

11.6 Core Values, Guiding Principles and Requirements

The employees of the Company shall be guided by the National Values and Principles of Governance in Article 10 of the Constitution, provisions of Chapter 6 of the Constitution on Leadership and Integrity, Part II of the Leadership and Integrity Act, 2012 as well as the Public officers Ethics Act, 2003 revised in 2009.

11.7 Rule of Law

All employees shall carry out their duties in accordance with the law. In carrying out his/her duties, an employee shall not violate the rights and freedoms of any other person as provided in Chapter 4 of the Constitution of Kenya.

11.8 Conflict of Interest

- 11.8.1 A “conflict of interest” involves a conflict between the employee’s duty and his private interests which would improperly influence the performance of his official duties and responsibilities.
- 11.8.2 An employee shall declare to the Managing Director & CEO his personal interest (including the interest of a spouse, relative or business associate) where such interests are likely to interfere with official duties or affect personal judgment on official matters. According to the provisions of the Public Officer Ethics Act, 2003, an officer shall;
- (i) Use his best efforts to avoid being in a position in which his personal interests conflict with his official duties.
 - (ii) Not hold shares; corporate, partnership or of another body or through another person that would result to conflict of interest.
 - (iii) Declare personal interests to the Managing Director & CEO and comply with any directions to avoid the conflict and also refrain from participating in any deliberations where such interest would conflict official duties.
 - (iv) Not award a contract or influence the award of such a contract to himself, spouse, close relative, business associate or a corporation, partnership or other body in which the employee has an interest.
 - (v) Not use his office to improperly enrich himself or another person
 - (vi) Not use or allow use of information acquired through his public office that is not public for his own or other peoples’ benefit.
- 11.8.3 Any employee whose personal interests are potentially or actually in conflict with those of his duties shall declare the personal interests to his superior or the Managing Director & CEO in writing.
- 11.8.4 Other situations which constitute a conflict of interest;
- (i) Soliciting for any help, funds, favors, gifts and sponsorship from persons or institutions associated with the Company or using the name of the Company without the knowledge and approval of the Board of Directors of the Company.

11.9 Improper Enrichment or Receiving of Gifts

- 11.9.1 Company employees shall not accept gifts, benefits or favors from a client where these may influence or may be seen to influence his decisions. Gifts exceeding a threshold of Kshs. 20,000.00 should not be accepted. Gifts in cash should not be accepted under any circumstance.
- 11.9.2 Any Company employee (s) shall not use their office to improperly enrich themselves or others. In this regard, a Company employee shall not accept or request gifts or favors from a person who; -
- (i) has an interest that may be affected by the carrying out or not carrying out of the public officer’s duties,
 - (ii) Carries on regulated activities with respect to which the Company has a role or
 - (iii) has a contractual or similar relationship with the Company,
 - (iv) Improperly uses their office to acquire properties for themselves or another person whether or not the properties are paid for or
 - (v) For their personal benefit or another; use or allow the use of information that is acquired in connection with the public employee’s duties and that is not public.

- 11.9.3 Employees are prohibited from receiving valuable presents (other than gifts from personal friends and relatives) and/or other benefits and from giving such presents. This applies for example to Christmas presents or such kind of gifts.
- 11.9.4 This section applies not only to the employee himself but also to his family. It is not intended to apply to cases of remuneration for special services rendered and paid for with the consent of the Company.
- 11.9.5 Presents from public personages which cannot be refused without being offensive will be handed over to the Company unless prior permission has been obtained from the Managing Director & CEO for the employee to retain the present.
- 11.9.6 When presents are exchanged between employees acting on behalf of the Managing Director & CEO in ceremonial occasions with other organizations or their representatives, the presents received will be handed over to the Company and any present in return will be given at the Company's expense.

11.10 Fundraising (Harambees)

Any Company employee shall not preside over a Harambee, play a central role in its organization or play the role of "guest of honor" nor participate in a Harambee in such a way as to reflect adversely on their integrity or impartiality or to interfere with the performance of their official duties.

11.11 Public Trust

A Public Office is a position of trust and responsibility vested in a public officer and shall be exercised in the best interest of the country.

11.12 Performance of Duties

Employees shall to the best of their ability carry out the duties of their office efficiently and honestly in a transparent and accountable manner; keep accurate records and documents and report truthfully on all matters of the KenGen.

11.13 Professionalism and Integrity

All employees shall: -

- (i) Carry out their duties in a manner that treats the public and the fellow employees with courtesy and respect,
- (ii) Seek to improve the standards of performance and level of professionalism in the Company,
- (iii) Observe the ethical and professional requirements of a professional body of which they are members,
- (iv) Maintain an appropriate standard of dress and personal hygiene and
- (v) Avoid practices that could lead an individual vulnerable to financial embarrassment.

- 11.13.1 An employee who is a member of a professional body shall observe the ethical and professional requirements of that body.

11.14 Impartiality

An employee shall at all times carry out the duties of the office with impartiality and objectivity in accordance with Articles 10, 27, 73(2) (b) and 232 of the Constitution.

11.15 Financial Integrity

- 11.15.1 An employee shall not use the office to enrich himself or any other person unlawfully or wrongfully.
- 11.15.2 An employee shall not maintain a bank account outside Kenya except in accordance with an Act of Parliament.
- 11.15.3 An employee shall not seek or accept a personal loan or benefit in circumstances that compromise his integrity.

11.16 Pecuniary Embarrassment

- 11.16.1 Pecuniary embarrassment from whatever cause will be regarded as impairing the efficiency of the employee and may render him liable to disciplinary action.
- 11.16.2 Employees who may be in financial difficulty will be given assistance to extricate themselves from their problems. However, there is a limit beyond which an employee may be assisted and it may be necessary to terminate the services of anyone who is persistently in financial difficulties to the extent that he either becomes a risk to the Company or is unable to carry out his duties effectively.

11.17 Moral and Ethical Requirements

An employee shall;

- (i) Not engage in activities that amount to abuse of office,
- (ii) Accurately and honestly represent information to the public and
- (iii) Not discriminate against any person.

11.18 Declaration of Income, Assets and Liabilities

Every employee shall on first appointment and after every two years thereafter submit a declaration of income, assets and liabilities of himself, spouse(s) and dependent children less than eighteen (18) years to the Public Service Commission in accordance with the Public Officer Ethics Act, 2003. The appropriate form will be supplied annually as required.

11.19 Undue influence

Employees are warned that the practice of seeking the influence of Politicians or other persons in order to be considered for promotion or other favors is viewed with disapproval. Any such attempt to obtain such favors is considered irregular and will not be of advantage to the employee and on the other hand, may actually be detrimental to the employee's interests.

11.20 Confidentiality and the Official Secrets Act, Cap 187

11.20.1 Disclosure of Information

An employee must not disclose any information concerning the affairs of the Company or its employees, or show or release any official document to any person not connected with the Company or even insiders unless he is required to do so in the course of his duties or such disclosure as is authorized by the Managing Director & CEO.

11.20.2 Individual invitations to give technical advice or present papers should be channeled through the Managing Director & CEO.

11.20.3 Official Documents and Legal Proceedings

An employee must not without permission make use of any official document which comes into his possession by virtue of his employment the subject of legal proceedings.

11.21 Respect and Courtesy

All employees will be expected to portray utmost respect for one another irrespective of seniority or personal status.

11.22 Discrimination

The Company is opposed to all forms of discrimination. Discrimination of any sort will be reported to the Managing Director & CEO so that the matter can be investigated and appropriate action taken. Any reported incidences of alleged discrimination will be treated in utmost confidence.

11.23 Care of Assets

Employees are expected to ensure that assets entrusted to them are adequately protected and not misused or misappropriated.

11.24 Media Interviews and Interactions with the Media

11.24.1 An employee shall not under any circumstances communicate with the media either in writing or otherwise or make statements on matters affecting the Company's programs or policies without specific authority from the Managing Director & CEO.

11.24.2 An employee, whether on duty or on leave, shall not do the following without the permission of the Managing Director & CEO;

- a) Act as the editor of any newspaper or take part directly or indirectly in the management thereof.
- b) Publish in any manner anything which may be reasonably regarded as of a political or administrative nature, whether under his own name, under a pseudonym or anonymously.
- c) Allow himself to be interviewed on questions of public policy or on matters affecting the Company without the permission of the Managing Director & CEO.

11.24.3 While it is not desired to interfere with the liberty of free speech, any lack of discretion on the part of an employee in expressing an opinion that may embarrass the Company, may result in disciplinary action being taken against him.

11.24.4 An employee may, however, publish matters relating to other subjects.

11.25 Private Agencies

No employee may undertake any private commission in any matter connected with the exercise of his public duties. No employee shall in any manner that may be detrimental to the security interests of the Company and Kenya at large, be an agent for or further the interests of a foreign Government, organization or individual.

11.26 Political Views

11.26.1 Though an employee as a Kenyan is entitled to his own political views on political matters, he shall ensure that his utterances do not implicate or compromise the Company and the Government at large.

11.26.2 An employee shall not in connection with the performance of his duties, do the following;

- (i) Act as an agent for a political party or so as to further the interest of the party,
- (ii) Indicate support for or opposition to any political party or candidate in an election,
- (iii) Engage in political activity that may compromise or be seen to compromise the political neutrality of his office,
- (iv) Use his political stand to intimidate others perceived to be of a different view.

11.27 Borrowing and Lending Money

An employee is strictly forbidden;

- a) To become an agent for a money lender.
- b) To borrow money from the Company's stakeholders or employees of any Company doing business with the Company with whom his official duties bring him into contact.
- c) To accept premiums from other employees of the Company as consideration for instructing them on how to perform their duties.

11.28 Harassment

11.28.1 Harassment is generalized as insulting and degrading behavior or statements which could be verbal, physical, deliberate, unsolicited and unwelcome.

11.28.2 Harassment in any form is prohibited. Examples of harassment include but not limited to;

- a) Verbal harassment in the form of derogatory comments or slurs.
- b) Unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature.
- c) Physical harassment in the form of assault, impeding or blocking movement, any physical interference with normal work or movement.
- d) Visual harassment through derogatory posters or drawings.

11.28.3 If an employee encounters such behavior from anyone, including supervisors or fellow employees, he should report the incident immediately to the supervisor or to the HOD Human Resource Management.

11.28.4 If the harassment is from the HODs or from the Managing Director & CEO, an employee will report to the incident directly to a member of the Board of Directors or to the Chairperson.

11.29 Sexual Harassment

- 11.29.1 An employee shall not sexually harass a member of the public or fellow employee. "Sexually harass" includes doing any of the following if the person doing it knows or ought to know that it is unwelcome;
- (i) Making a request or exerting pressure for sexual activity or favors,
 - (ii) Making intentional or careless physical contact that is sexual in nature and
 - (iii) Making gestures, noise, jokes or comments including innuendos, regarding another person's sexuality.
- 11.29.2 Employees who have experienced any form of sexual harassment are encouraged to report to their immediate supervisor or to the Head of Human Resource and Administration. Employees who report cases of sexual harassment shall not be victimized
- 11.29.3 KenGen shall maintain confidentiality on all reported sexual harassment cases unless there are exceptional circumstances involving probable risk to the safety of any individual or where maintaining confidentiality would be unlawful.
- 11.29.4 The parties involved with or affected by complaints of sexual harassment are entitled to a fair hearing and are kept fully informed throughout the investigation process.
- 11.29.5 An employee found guilty of sexual harassment will be dealt with in accordance with the provisions of the KenGen's disciplinary procedure.
- 11.29.6 An officer shall not practice undue favoritism to their relations and close relatives at the expense of the service.

11.30 Bullying

An employee shall not bully any person. For the purpose of this section 'bullying' includes repeated offensive behavior which is vindictive, cruel, malicious or humiliating and is intended to undermine a person.

11.31 Conduct of Private Affairs

An employee shall conduct private affairs in a manner that maintains integrity of the office, pay taxes due from him within the prescribed period and not neglect their financial or legal obligations.

11.32 Absence from Duty

- 11.32.1 An employee shall not absent himself from duty during working hours, leave his appointed place of work or proceed to a place other than which he is usually stationed without due permission of his immediate supervisor.
- 11.32.2 An employee who absents himself from duty due to ill health shall be required to produce within forty-eight (48) hours a medical certificate signed by a certified Medical Officer. If such a certificate is not produced, the employee will be regarded as having been absent from duty without leave and may be liable to disciplinary action.
- 11.32.3 Where an officer is absent from duty without leave or reasonable or lawful cause for a period exceeding forty eight (48) hours and is not traced within a period of seven (7) days from the commencement of such absence, the officer's salary shall be stopped and action to dismiss the officer shall be initiated.
- 11.32.4 An employee who, without leave or reasonable cause, absents himself from duty for more than seven (7) days shall be considered as having deserted his office and is liable to summary dismissal.

11.33 Newspapers and Publications

- 11.33.1 An employee must not, except with the express written permission of the Company, act as an editor of any newspaper, or take part directly or indirectly in the management thereof, nor publish in any manner anything which may reasonably be regarded as being of a political or administrative nature, whether under his own name, under a pseudonym or anonymously.
- 11.33.2 An employee may, however, publish in his own name, matters relating to subjects of professional or general interests not involving public matters, politics, the Company or Government affairs.
- 11.33.3 An employee who wishes to publish an article or deliver a speech, the substance of which may subsequently be published, or the substance of which may reasonably be regarded as being of political or administrative nature, shall seek permission to do so from the Managing Director & CEO and a draft of the proposed article or speech submitted for approval.

11.34 Security Measures

- 11.34.1 Employees shall be required to safeguard sensitive documents from unauthorized persons by ensuring that documents are not carelessly left on their tables in their absence. Such records shall at all times be kept under lock and key.
- 11.34.2 The Company's employee in charge of security shall have the Company to regulate entry of all visitors into the premises.
- 11.34.3 Articles brought in and out of the Company's premises shall be limited and the employee in charge of security shall be obliged to check on such articles or luggage as he may deem appropriate.

11.35 Former Employees Acting in the Company's Matter

A former employee shall not be engaged by or act for a person or the Company, in a matter in which the officer was originally engaged in as an officer of the Company.

11.36 Defense of Officers in Criminal and Civil Suits

- 11.36.1 When criminal or civil proceedings are instituted against an officer as a result of an act of omission by him in the course of his official duties, he may apply to the Managing Director & CEO for assistance in his defense. If the latter is satisfied that the officer acted in good faith in the execution of his official duties and that it is in the public interest that the officer should be defended, the Managing Director & CEO shall immediately report the matter to the Board of Directors who will decide whether or not the officer will be defended.
- 11.36.2 Unless the proper procedure is followed, the Company may decline to provide support to the officer. It is further emphasized that speed is of essence in reporting such cases to the Company.

11.37 Civil Proceedings by Officers for Defamation

- 11.37.1 Where an officer has been defamed in respect of matters arising out of his official position, e.g. in the press or at a political meeting, it may be that the Government is also defamed by implication, and may, therefore, agree to give legal aid to the officer. Where such a case occurs, the officer may apply for legal aid through the Managing Director & CEO to the Company. Legal aid will not be granted unless:
- a) The Company has a substantial interest in seeing that the defamatory statement is repudiated,
 - b) There is, in the opinion of the Company, a good prospect of success in the action and
 - c) The consent of the Company shall be obtained before proceedings are commenced.

11.38 Lodging of Complaints and Investigations

- 11.38.1 A person who alleges that an employee has acted in breach of the Code of Conduct and Ethics, may lodge a complaint with the Managing Director & CEO.
- 11.38.2 The Managing Director & CEO may assign a Security Officer to inquire into the complaint and determine whether an employee has contravened the Code of Conduct and Ethics.
- 11.38.3 The Managing Director & CEO may initiate an investigation pursuant to a complaint by any person.
- 11.38.4 An employee being investigated under this section shall be informed by the investigating authority, of the complaint made against him or her and shall be given a reasonable opportunity to make a representation relating to the issue before the investigation is concluded.
- 11.38.5 A person who has lodged a complaint against an employee shall be entitled to be informed of any action taken or to be taken in respect of the complaint and shall be afforded a hearing.
- 11.38.6 Where an investigation under this section is initiated while an employee is in office, it may be continued even after the employee under investigation has ceased to be a public officer.
- 11.38.7 Subject to the Constitution and any laws and regulations for the enforcement of the Code of Conduct and Ethics an employee may be suspended from office pending the investigation and determination of allegations made against the employee where such suspension is considered necessary.

11.39 Investigations

The following principles will be observed when carrying out investigations;

- a) The Company will investigate all allegations made in good faith to determine if any complaint made against an employee of the Company is valid.
- b) The Company reserves the right to refer the investigation to any Company committee or body it deems fit.
- c) Investigations may be carried out even though the subject of the investigation has ceased to be an employee of the Company.

11.40 Promotion of Compliance.

The Company shall promote compliance with the provisions of this code by regularly sensitizing employees on the standards and principles prescribed in the Code and after every two years thereafter, require the employees to complete the Code of Conduct and Ethics Commitment Form.

11.41 Reporting Improper Orders

An employee shall report to the Managing Director, any appointed or constituted Committee, or any other relevant Government agency, as the case may be, any order required of him that he shall consider improper or unethical.

11.42 Whistle Blowing

- 11.42.1 Any employee or stakeholder having well founded suspicion of proven fraud, corruption, misuse of funds and assets, or any irregularities under the Code of Conduct and Ethics or governing laws of the Company is encouraged to report such irregularities.
- 11.42.2 Any person who makes a report will be afforded the protections under the Witness Protection (Amendment) Act, 2010, the Company's Whistle-blower Policy and this Code of Conduct and Ethics.

11.43 Wrongful or Unlawful Acquisition of Property

An employee shall not use his office to influence the acquisition of property wrongfully or unlawfully.

11.44 Falsification of Records

An employee shall not falsify any records or misrepresent information to the public.