



CAYMAN ISLANDS MONETARY AUTHORITY MANAGEMENT COMMITTEE (MC) CODE OF CONDUCT

Members of the Management Committee (MC) are entrusted by the Board of Directors (Board) of the Cayman Islands Monetary Authority (CIMA) with responsibility for ensuring that decisions are taken by reference to Board approved policies and procedures. Members of the MC require personal and professional conduct that meets the highest standards. Members have adopted the following Code of Conduct, which is intended to provide guidance on ethical standards in connection with, or having a bearing on, their status and responsibilities in the MC. The standards set out in this Code also apply to Alternate Members, who perform their functions under the authority of their supervisor (Member).

1. Members should observe the highest standards of ethical conduct. In the performance of their duties they should at all times act honestly, in good faith, with care and skill and in the best interests of the Authority.
2. The Authority expects professional and ethical conduct from the members of the MC. They should treat one another, officers and staff with openness, respect, courtesy and co-operation. This includes proper use of authority and appropriate behaviour when acting as a Member of the MC.
3. In reaching decisions, Members must:
 - act prudently and consider what is in the best interests of the Authority alone.
 - take into account all relevant matters and make decisions on an informed basis.
 - ignore personal or other factors which might improperly affect their judgement.
4. In performing their duties, Members will carry out their responsibilities to the exclusion of any personal advantage. Members should avoid any situation involving a conflict, or the appearance of a conflict, between their personal interests and the performance of their official duties. If such a conflict arises, Members should promptly inform the Managing Director or Deputy Managing Director and withdraw from any participation in the decision-making process connected with the matter.



If the conflict is potential rather than actual, Members should seek the advice of the Managing Director or Deputy Managing Director about whether they should remove themselves from the situation that is creating the conflict or the appearance of conflict.

5. If a member disagrees with the decision of the MC properly reached, publicly he/she:
 - must abide by and support the decision, or resign.
 - must not disclose his dissent.
6. Members are responsible for protecting the security of any confidential information provided to, or generated by, the CIMA
7. Members shall not discuss or disclose confidential matters or information relating to the Authority, officers, staff, licensees, clients of licensees or otherwise of which they become aware as Members, except where expressly authorised by the MC or compelled by law.
8. Members should make written disclosure to the Managing Director or Deputy Managing Director of any financial or business interests of their own or their immediate family members. The Managing Director or Deputy Managing Director shall bring any unresolved concerns regarding a conflict of interest between a Member's holdings and the performance of the CIMA duties to the attention of the Board.
9. Members should not accept favours, fees or gifts from regulated institutions or the institutions staff, professional companies or the general public, including commissions, special discounts or other forms of compensation, in order to avoid the appearance of improper influence on the performance of their official duties. All gifts received without prior notification from the sender must be declared immediately to the Managing Director or in his/her absence to the Deputy Managing Director the MC, who will deal with the matter appropriately.
10. Members must exercise discretion in accepting hospitality from any relevant organisations and professional advisers. Routine business lunches are good for relationships and unlikely to give grounds for suggestions of undue influence unless they become frequent or lavish. It may also be appropriate to accept invitations involving receptions for large numbers of people, which provide opportunities for networking. However, attending expensive or exclusive sporting or cultural events can draw criticism and must not be accepted without discussion of all the circumstances with the Managing Director. You should record these



discussions in writing and agree the record with the Managing Director against the possibility of later questioning.

For clarification, you should expect to turn down an invitation when you and your partner are the only guests, or where the host's party is only six or eight, and where you know the price of the tickets and accompanying fare is likely to exceed C\$100 per head.

Invitations should definitely be refused if they could be construed by a critic to be unusual or to risk creating a sense of obligation to the host or bias in their favour (e.g. because of the circumstances of the invitation, or cost or rarity value of the event).

More generally, in deciding whether it would be appropriate to accept invitations, you should bear in mind that the CIMA must be able to demonstrate that it follows best practice as a public regulatory body. You, as well as the CIMA, will want to demonstrate that your actions are above reproach. The following should guide you:

- Any invitation that is purely or mainly social and where business is not expected to be discussed should be reviewed very carefully.
- You should not hesitate to ask the host for further information about the event (e.g. cost) in order to reach a decision, using these guidelines as the reason.
- If you have any doubts, play safe and decline.

Each Head of Department should maintain a record of hospitality offered to and accepted by colleagues within the department, especially documenting the reasons for all less than straightforward decisions, so you and we can demonstrate an open and proper process was followed. The Managing Director is available to offer advice over the appropriateness of accepting particular invitations but the responsibility lies with the Head of Department.

11. Members shall attend meetings on a regular and punctual basis. If they are unable to attend they should advise the designated Secretary to the Committee.
12. Members shall be familiar with:
 - The Monetary Authority Law.
 - Cayman Islands regulatory laws.
 - The Authority's regulations, rules and policies.
 - The Authority's organisational and management structure.
 - The rules of procedure for proper conduct of meetings.



They should also promptly review materials presented to the MC. This will enable decisions of the MC to be made in an informed, efficient and timely manner.

13. Members who leave the employment of the CIMA should not use or disclose confidential information known to them by reason of their service with the CIMA, unless subpoenaed by the court, and should not contact Members or other CIMA employees (other than through official channels) to obtain confidential information.