Rwanda

Instructions determining the Code of Conduct for Members of Governing Organs of the Co-operative Organisations and their Senior Executives
Instructions 1 of 2013

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Instructions determining the Code of Conduct for Members of Governing Organs of the Co-operative Organisations and their Senior Executives

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Instructions determining the Code of Conduct for Members of Governing Organs of the Co-operative Organisations and their Senior Executives

Instructions 1 of 2013

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The Director of Rwanda Co-operative Agency;

Pursuant to the Law No 50/2007 of 18/09/2007 providing for the establishment, organization and functioning of Co-operative Organizations in Rwanda as amended and complemented to date, especially its Article 70 bis;

Pursuant to the Law no 48/2013 of 28/06/2013, establishing Rwanda Co-operative Agency (RCA) and determining its organization, functioning and responsibilities, especially in its Article 5, 4°;

ISSUES THE FOLLOWING INSTRUCTIONS:

Chapter One
General provisions

Article 1 – Objective of these instructions

The purpose of these instructions is to set up a code of conduct for members of governing organs of a co-operative organization and its senior executives and to help Co-operative organization to have leaders and employees of integrity, exemplary and competent.

Article 2 – Persons governed by these instructions

These instructions shall apply to any person elected in one of the Co-operative organization organs as stipulated in the law n° 50/2007 of 18/09/2007, providing for the establishment, organization and functioning of Co-operatives in Rwanda as amended and complemented to date and to Senior executives of those co-operative organizations.

Article 3 – Definition of terms

In these Instructions the following terms shall be defined as follows:

1° Co-operative organization: Means an autonomous association of persons united voluntarily to meet their common economic, social, cultural needs and aspirations through a jointly owned and democratically controlled enterprise. It must be legally registered.

2° By-Laws: Means the internal rules and instructions made by a Co-operative organization. Those rules cannot, in any case contradict the co-operative principles and the Law n° 50/2007 of September 18, 2007 determining the establishment, organization and functioning of co-operative organizations in Rwanda, as amended to date and directives for its implementation.
3° **Co-operative organization’s organs** means in these Instructions the Board of Directors, the Supervisory Committee and some committees established by the General Assembly.

4° Board of Directors means the elected governing body of a Co-operative organization in conformity with the Law n° 50/2007 of 18/09/2007 providing for the establishment, organization and functioning of Co-operative Organizations in Rwanda as amended and complemented to date, and the Co-operative organization’s bylaws;

5° **Co-operative Leader**: means any person found in one of the Co-operative leadership such as member of the board of directors, the supervisory committee or of any committee put in place as provided by the law n° 50/2007 of 18/09/2007 providing for the establishment, organization and functioning of Co-operatives organizations in Rwanda as amended and complemented to date, its bylaws, and the Internal rules.

6° **Senior Executive** means any person remunerated by a co-operative organization for which he/she works and has signed a contract with that organization under the labor Code and who is registered in the Social Security scheme. It will include manager, coordinator, accountant, loan officer, cashier or any other staff whose functions are related to the cooperative management.

7° **Careless person**: means person who takes insufficient care to make a follow up in his/her responsibilities. In case he/she takes decisions, he/she does not make any forethought because of lack of attention;

### Chapter II

#### Qualities of a Co-operative leader

**Article 4 – Requirements to serve as a member of any of the governing organs of the Co-operative organization**

No person shall be eligible to serve as a member of any organ of a Co-operative organization in case he/she:

1. is under 21 years old;
2. has been indefinitely sentenced to a period of imprisonment equal to or exceeding six (6) months by a court, in the five (5) years prior to election, due to fraud, dishonesty or financial malpractice, punishable by the Criminal Code or mentioned adversely in an inquiry or in an inspection report carried out under the law n° 50/2007 of 18/09/2007 providing for establishment, organization and functioning of Co-operatives organizations in Rwanda as amended and complemented to date;
3. participates directly or indirectly in any activity competing with that of the Co-operative Organization;
4. has not paid yet his or her share;
5. supplies goods for sale to the Co-operative Organization.

If one of these defects appears while accomplishing his/her duties, a leader shall immediately resign by himself and inform the General Assembly of the co-operative organization.

**Article 5 – Qualities of a leader in a Co-operative organization:**

A leader in a co-operative organization shall behave as follows:

1° Likes the Co-operative organization and puts its interests before its own interests;
2° Respects other co-operative members;
3° Is able to match what is needed and what is supposed to be done;
4° Works with respect to the principles of democracy, transparency and always consulting with fellow Co-operative members;
5° Is receptive and listening to all who approach him or her;
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6° Respects the work schedules, time and report on time where appropriate;
7° Is a model in acts and words;
8° Fights for Cooperative organization unity;
9° Strives the truth when carrying out his or her duties and in any other matter regarding his/her conduct;
10° Is not a careless Person;
11° Avoids selfishness
12° Is open/transparent;
13° Is not dominant in decision making;
14° Is aware that he or she works for others and is accountable for his or her wrong doings;
15° Is gender sensitive;
16° Is committed and trustworthy person in his or her responsibilities;
17° Is committed to the development of his/her Cooperative;
18° Is able to help a Cooperative organization increase its property in a way to attain its target;
19° Adjusts changes;
20° Tolerates divergent views;
21° Accept without complications any ballots cast by the General Assembly that was convened as provided for the law.

Chapter III

Prohibited acts to a leader of a Cooperative organization

Article 6 – Prohibited acts of Cooperative organization leader

A Cooperative leader is prohibited from:
1° discriminating or segregating whatsoever among a Cooperative organization’s members,
2° Offering, demanding and receiving a bribe, using reverence and favoritism, swindling property, money laundering and other corruption related crimes;
3° Mismanaging or looking over any kind of mismanagement by other members;
4° Diversioning property or donation meant for a Cooperative;
5° using words and acts aimed at degrading, dehumanizing, stopping or removing a worker from his/her job in a manner inconsistent with the law or any other manner;
6° Acts or statement indicating that he/she does not tolerate divergent views;
7° Using dictatorial tendencies and intimidation;
8° Using his/her position to mistreat people or breach the law;
9° Personalizing himself with the Cooperative he/she leads;
10° Being responsible of any conduct likely to degrade his/her integrity or position;
11° heading more than one Cooperative organizations carrying out the same activities or different activities within the same area;
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12° Being a leader in a Co-operative organization and at the same time being a government authority;
13° Using the Co-operative’s name for his/her own interests or without prior authorization;
14° Dividing a Co-operative organization or its members.
15° Being a member of any organ in a primary cooperative and, at the same time, being one of the members of any organ of a Co-operative Union or a Federation of cooperatives.
16° Leading a Co-operative organization carrying out activities which are similar to those he/she is performing.
17° Interfering in the tasks of another organ.

A leader or cadre who has been expelled from any cooperative organization because of mismanagement, is not allowed to be elected as a member of the cooperative organization’s organs.

**Article 7 – Oath of office of members of governing organs and Senior Executives of a Cooperative organization and procedure**

Just after their election and before taking office, members of the Board of Directors, those of Supervisory Committee and those of any other elected Committee shall take oath before the General Assembly in the following words:

I, __________________________, swear before the members of the Cooperative __________________________ that I shall:

1° remain loyal to our Co-operative;
2° abide by the Cooperative Law and other laws, Directives, Bylaws and the Internal regulations of our Co-operative;
3° keep in mind anything that can positively contribute to the development of our Co-operative while implementing its objective;
4° diligently and voluntarily fulfill the responsibilities entrusted to me;
5° work for the Cooperative members’ unity;
6° never use the powers conferred to me for my personal interests;

Should I fail to honor this oath, may I face the severity of the law ».

This oath is also taken by Senior Executives of a Cooperative before taking office.

This oath of office shall be signed by the concerned person and witnessed by the representative of the Sector and/or the representative of the umbrella organization of Cooperatives operating in the same value chain in the area. As other cooperative’s documents, this oath is kept at the Cooperative organization’s Head Office.

The Oath of the senior staff of a cooperative organization shall be received by the Board of Directors of the Cooperative.

Oath taken by leaders of any Cooperative that existed before the publication of these instructions shall be received by the General Assembly of that Cooperative in its nearest ordinary meeting.

**Article 8 – Performance Contract of the Cooperative organs**

Every year, the Board of Directors of a cooperative shall prepare and sign its Performance Contract before Cooperative’s members with the representative of the umbrella organization of Cooperatives operating in the same value chain in the area, witnessed by the representative of the Sector. This will be done during the General Assembly to be held in the Month of October.
Article 9 – Mission carried out in the name of a Cooperative organization

When carrying out a mission in the name of a Cooperative organization, an ordinary member, a member of any organ and any employee shall have a "Mission Order" duly signed by the Chairperson of the Cooperative organization. The "Mission Order" of the Chairperson shall be signed by the Vice-chairperson of the Cooperative.

The «Mission Order» shall be duly signed and stamped by the visited institution et shall bear the date of arrival and the date of departure.

Article 10 – Acceptance of these instructions

Each member of the organs of a cooperative and each co-operative senior executive, shall sign as proof that they accept to follow and implement these instructions before they enter into their functions.

Article 11 – Offering and acceptance of a donation or gift

A co-operative leader is prohibited from accepting [for his own] any donation or gift in his/her leadership capacity.

He/she is also prohibited from giving such donations or gifts except when approved by the General Assembly.

Chapter IV
Sanctions and other liabilities

Article 12 – Sanctions for a guilty leader

Without prejudice to the law n° 50/2007 of 18/09/2007, providing for the establishment, organization and functioning of Co-operative organizations in Rwanda as amended and complemented to date and criminal Code, the organ with mandate to penalize a leader associated with the defects referred to in Articles 6 and 7 of these instructions, shall impose any of the following penalties below depending on the gravity of the offence.

When there is no such organ or when it refuses to impose an appropriate sanction due to unfairness or disobedience, the sanction shall be imposed by the Organ in charge of the Co-operative development after being given reasons why the competent body failed to do so.

Sanctions provided for are as follows:

1 ° Request to give explanation by writing;

2° Written warning,

Article 13 – Right to defense:

In accordance with laws governing him/her, any leader who commits an offence shall be given the right to be heard. This shall be done before the Extraordinary General Assembly in either a written or verbal manner and the General Assembly shall decide on the case.

When the Extraordinary General Assembly cannot agree on the right sanction to impose, the organ in charge of the development of co-operative organizations shall be consulted.

An employee of the co-operative organization who commits offenses violating the work contract terms, shall be sanctioned according to the Labor Code, the Co-operative law and those of the work contract.
Chapter V
Co-operative organization’s senior executives

Article 14 – Considerations when appointing an Senior Executive

A co-operative organization senior executive shall fulfill the following requirements:

1° be a person of integrity;
2° be above 16 years of age;
3° have not been definitely sentenced to a period of imprisonment equal to or exceeding six (6) months by a court, in the five (5) years prior to work contract due to fraud, dishonesty or financial malpractice.
4° fulfill technical requirements related to the position;
5° have passed the work test;
6° possess the required level of education related to the desired job;

Article 15 – Work contract

No Member of organs in a co-operative organization shall sign a work agreement with his/her co-operative organization.

Before starting his job, a co-operative organization senior executive shall sign with the co-operative organization a work contract according to the law governing Labor in Rwanda.

Article 16 – Behavior of a co-operative organization senior executive while at work

a) diligently perform his/her duties aiming at developing the Co-operative Society;
b) should not interfere in the Co-operative leadership whatsoever;
c) works in accordance with the work contract that he/she has signed with the Co-operative organization;
d) Respects co-operative organization’s laws and other related regulations and instructions.

Article 17 – Suspension/firing of Senior Executives due to mismanagement of co-operative organization property

Suspending a Senior executive shall be carried out in conformity with the provisions of the law n°50/2007 of 18/19/2007, providing for the establishment, organization and functioning of Co-operative organizations in Rwanda as amended and complemented to date and the law establishing the Labor Code.

Chapter VI
Respect of these instructions

Article 18 – Organ in charge of the supervision of the implementation of these instructions

The organ in charge of co-operative development shall be responsible for the implementation of these instructions unless otherwise provided.
Chapter VII
Miscellaneous and final provisions

Article 19 – Co-operatives with specific codes of conduct
For Co-operative organizations which have drawn their Code of Conduct, their leaders and senior executives shall observe these Directives and their own instructions as long as they do not contradict the present Directives.

Article 20 – Repealing of inconsistent provisions
All prior provisions of instructions contrary to these instructions are hereby repealed

Article 21 – Commencement
These instructions shall come into force on the date of their publication in the Official Gazette of the Republic of Rwanda