

ASSOCIATION OF PROFESSIONAL BANKERS - SRI LANKA CONSTITUTION

Incorporating all amendments made up to 19 February 2010

CHAPTER 1

1.

▶ **Name**

Name of the Association shall be
"ASSOCIATION OF PROFESSIONAL BANKERS- SRI LANKA"

2.

▶ **Address**

The office of the Association shall be situated in Colombo.

3.

▶ **Objects**

The Primary objects of the Association shall be to,

- ▶ **a)** Undertake, promote and facilitate studies in the field of banking and allied subjects within and outside Sri Lanka.

- b)** Organise and promote research in this field and to undertake studies and research projects for the Government, Private sector, International agencies and other Institutions.

- c)** Plan and organise teaching and arrange training programs, lectures, seminars, workshops in the field of banking and allied subjects.

- d)** Train students and others in research methodology with the idea of promoting knowledge and awareness in subjects relevant to banking.

- e)** Prepare and submit reports on issues relating to banking, finance and economy to Government and Non-Governmental organizations in Sri Lanka.

- f)** Promote understanding, co-operation and friendship with similar associations within and outside Sri Lanka

- g)** Undertake, promote and conduct on its own initiative or in collaboration with local or foreign associations such surveys and studies on banking, finance and economics in Sri Lanka or any other country or region of the world.

- h)** Promote fellowship and understanding among members of the Association.

- i)** Offer studentship and scholarships or any other awards encouraging students and

research in relation to the objectives of the Association.

j) Affiliate with any National, Regional or International Associations in related fields and with cognate aims.

k) Promote and safeguard the common interests of the profession.

▶ **l)** Provide a forum for discussion of matters of professional and academic interest to bankers.

m) Offer prizes and awards for specialized studies and research in the field of banking and allied subjects.

▶ **n)** Engage in any other activities connected with or incidental to the above objects.

CHAPTER 2

4.

Membership of the Association other than the Honorary Life Membership is by application and is open to professional bankers in service or retired professional bankers who subscribe to the objectives and principles of the Association. The term “Bankers” for the purpose shall mean a permanent employee of,

- a) Central Bank of Sri Lanka
- b) a Licensed Commercial Bank
- c) a Licensed Specialised Bank
- d) a Merchant Bank recognized by the Council
- e) a Rural Regional Development Banks / Regional Development Banks

4.1.

► Membership

There shall be four categories of members. Membership of the Association other than the Honorary Life Membership is by the application.

- a) Founder Member
- b) Ordinary Member
- c) Life Member
- d) Honorary Life Member

4.1.1

► Founder Member

Founder Members of the Association shall be the sponsors of the meeting held on 20 July, 1988.

4.1.2

► Ordinary Member

To secure Ordinary Membership a person should be;

- a) A Fellow or an Associate of the Chartered Institute of Bankers, United Kingdom or the Institute of Financial Services, United Kingdom or Institute of Bankers of Sri Lanka or any other banking institute recognised by the Council, or
- b) A banker in the grade of Assistant General Manager and above, or of equivalent grade, as decided by the Council from time to time. Such decisions made by the Council shall be final, or
- c) A banker who is a holder of Postgraduate Diploma / Diploma in Bank Management of Institute of Bankers of Sri Lanka, provided he/she has completed five years of continuous service as a permanent employee of a Bank, or
- d) A banker who is a Fellow or Associate member of a professional body in the fields of Financial Accounting, Management Accounting, Information Technology, Human Resources, Marketing, Economic Research, Investment or Engineering, which qualification is recognised by the Council, provided he/she has completed five years of continuous service as a permanent employee of a Bank, at the time of making the application, or

e) A banker who is an Attorney-at-Law, provided that he/she has completed five years of continuous service as a permanent employee of a Bank, at the time of making the application, or

f) A banker, who is a holder of a Masters Degree in Business Administration / Finance / Law / Human Resources / Information Technology, provided he/she who has completed five years of continuous service as a permanent employee of a Bank, at the time of making the application.

4.1.3

► Life Member

To secure Life Membership, a person should be a Founder Member or an Ordinary Member or eligible to be an Ordinary Member of the Association and should pay a subscription fee Rs.10,000/- equivalent to 10 years' annual subscription computed at the time of application.

4.1.4

► Honorary Life Member

Honorary Life Membership shall be conferred at the discretion of the Council on any member, who has made outstanding contribution to the banking industry in general and to the Association in particular and,

- a) Who has been a member of the Association for an uninterrupted period of 5 years and
- b) Who has been a member of the Council.

4.1.5

Admission to the membership of the Association other than Honorary Life Member shall be by application recommended by a member of the Association made to the Membership Committee. The decision shall be made by the Council on the recommendation of the Membership Committee with the exception of 4.1.1.

4.2

The Association shall maintain a Register of Members.

4.3

► Subscription

Founder Members and the Ordinary Members shall pay a fee of Rs.1000/- per annum, or any other higher amount prescribed by the council from time to time.

The annual subscription is payable before 31st January of the respective year, to the Treasurer of the Association.

4.5

If annual subscription in arrears is not paid by the end of the year, after due notification has been given to the member in writing by the Treasurer/Secretary General to the last known address, he/she shall cease to be a member of the Association.

CHAPTER 3

5.0

► The Council

5.1

The affairs of the Association shall be managed by a Council of seventeen members, consisting of the following Office Bearers and ten others. One being the Immediate Past President and others elected from among the members, of whom at least one shall be from a licensed specialized bank.

5.2

► Office Bearers shall consist of,

- a) President
- b) Senior Vice President
- c) Two Vice Presidents
- d) Secretary General
- e) Assistant Secretary
- f) Treasurer

5.3

The Council shall have the power to act in matters in furtherance of the objectives of the Association. The affairs of the Association shall be managed by a Council of seventeen members, consisting of the following Office Bearers and ten others. One being the Immediate Past President and others elected from among the members, of whom at least one shall be from a licensed specialized bank.

5.4

Council shall have the power to affiliate this Association with any other body subject to clause 5.3

5.5

In the event of there being a vacancy in the position of the President, the Senior Vice President shall automatically become the President until the next Annual General Meeting.

5.6

The Council shall have power to fill the vacancies of any Office Bearers or Council Members, who shall have vacated such office.

5.7

If a Council Member is absent for three consecutive Council meetings, without the consent of the Council, he/she shall cease to be a Member of the Council. The Council shall have power to fill the vacancies of any Office Bearers or Council Members, who shall have vacated such office.

5.8

Council shall be elected at an Annual General Meeting subject to Sections 5.5 & 5.6 above

6.0

▶ **Meetings of the Council**

6.1

Meetings of the Council shall be held at least once in every two months.

6.2

The quorum for any Meeting of the Council shall be at least seven (7) Members of the Council.

6.3

The President of the Council or in his absence the Senior Vice President or one of the Vice Presidents or in the case of their absence, a Member chosen by the Members present, shall preside at the meeting of the Council.

6.4

Meetings of the Council shall be convened by the Secretary General or in his absence by the Assistant Secretary.

6.5

Seven clear days notice in writing shall be given to the Members of every meeting of the Council, intimating the time and place of such meeting, and the business to be brought up before it being specified in such notice, which shall be sent through the post / delivered or by electronic mail to each Member addressed to the last known place of residence/office of such Member.

6.6

The person presiding for the time being at any meeting of the Council may with the consent of the majority of Members present adjourn that meeting.

6.7

Subject to the provisions of sub-section (6.8) any question which arises at any meeting of the Council shall be decided by a majority of the Members present and in the case of an equality of votes, the Member presiding at the meeting shall have a second or casting vote.

6.8

No Member of the Association shall be dis-enrolled or suspended except upon a resolution passed at meeting of the Council by not less than two thirds of the total number of Members of the Council in Office.

6.9

The Council shall cause minutes to be made of the proceedings of every meeting of the Council in books kept for that purpose and the minutes of such proceedings shall be signed by the Member presiding at the next succeeding meeting, and the minutes so signed shall be prima facie evidence of the matters set out in such minutes.

6.10

No act or proceedings of the council shall be invalid by reason only of the existence of any vacancy among the members of the Council.

7.0

► Annual General Meeting

7.1

The Annual General Meeting shall be held within three months of the end of the financial year, which ends in December.

7.2

Notice of the Annual General Meeting shall be given to the members in writing at least 14 days in advance before the date on which the meeting will be held, by post/delivered to the last known address.

The notice of the Annual General Meeting shall include the date, time and place of the meeting and the business to be taken up at the meeting.

The Secretary General, at the Annual General Meeting shall place before the membership the Annual Report of the Association for adoption.

The Treasurer, at the Annual General Meeting shall place before the Membership the Audited Accounts of the APB Development Fund, referred to in section 15 below, and the Audited Consolidated Accounts of the Association approved by the Council for adoption by the membership

Nominations for Office Bearers and other Council Members to be called for three weeks before the Annual General Meeting. If no valid nominations have been received for any Office Bearer/s or Council Member/s such Member/s shall be elected at the AGM.

Nomination Committee will handle all Nomination arrangements.

Nomination Committee will be appointed by the Council.

7.3

The quorum of Annual General Meetings shall not be less than 1/3rd of the membership or 50 members which ever is less.

7.4

Voting at this meeting shall be by show of hands.

7.5

No proxy shall be valid at this meeting.

8.0

▶ **Special General Meeting**

8.1

A Special General Meeting may be conveyed at any time jointly by the President and the Secretary General in writing or upon a requisition in writing made by not less than 25 Members of the Association.

Not less than 7 days notice in writing shall be given for such meetings.

8.2

Quorum of such a meeting shall be one third of the membership or 50 members whichever is less.

8.3

No proxy shall be valid at these meeting.

9.0

▶ **President**

The President shall be the head of the Council and preside at meetings of the Council and of the Association.

10.0

▶ **Senior Vice President/Vice President**

10.1

Senior Vice President/Vice Presidents shall exercise such powers and functions as may be delegated by the Council.

10.2

In the absence of the President, Senior Vice President, or one of the Vice Presidents present shall preside over the Meetings of the Association/Council.

11.0

▶ **Secretary General**

Secretary General of the Association shall:

- a) Maintain minutes of all meetings of the Council and Association.
- b) Issue notice of meetings of the Council and Association.
- c) Prepare and present the Annual Report of the Association approved by the Council at the Annual General Meeting.
- d) Assist the President and the Council in the Administration.
- e) Attend to the correspondence on behalf of the Council and the Association.
- f) Be the official Secretary to the Fund Management Committee referred to in section 15 below, and perform such duties as may be assigned by the Fund Management Committee
- g) Perform all such other duties as may be assigned by the Council from time to time.

11A

▶ **Assistant Secretary**

The Assistant Secretary of the Association shall:

- a) Assist the Secretary General in the performance of his duties
- b) Act for the Secretary General in his absence
- c) Perform all such other duties as may be assigned by the Council from time to time

12.0

▶ **Treasurer**

12.1

The Treasurer shall:

- a) Be responsible for the collection of all monies due to the Association, including subscription fees of members.
- b) Disburse all sums due from the Association as authorized by the Council.
- c) Keep an account of all receipts and payments.
- d) Prepare and submit to the Council quarterly statements of the financial position of the Fund referred to in section 15 below, and of the Association.

- e) Prepare and submit audited accounts of the Fund referred to in section 15 below, and audited consolidated accounts of the Association at the Annual General Meeting.
- f) Prepare and submit duly audited accounts of the Association at the Annual General Meeting.
- g) Maintain a register of Members of the Association.
- h) Be the Treasurer to the Fund Management Committee referred to in section 15 below.
- i) Perform such other duties relating to the financial affairs of the Association as may be assigned to him by the Council.

13.0

▶ Committees

13.1

The Council may from time to time appoint Committees for any purpose. The Council may determine and shall assign to each such Committee its duties and functions.

13.2

Every such Committee shall include at least one member of the Council.

13.3

The Chairman of every Committee shall be a member of the Council except in the case of the 'APB Development Fund Management Committee' referred to in section 15 below

13.4

The Chairman shall appoint a Chairman, if more than one Member of the Council is appointed to the Committee.

13.5

The Chairman shall preside at every meeting of the Committee at which he is present and in the absence of the Chairman a member chosen by the majority of members present shall preside at such meeting.

13.6

Subject to any direction that may be given by the Council a Committee may regulate its own procedures and conduct its business in such manner as it thinks fit.

13A

▶ Council of Advisors

13A.1

The Association shall have a Council of Advisors not exceeding ten, comprising eminent senior bankers. The Advisors during a term of the Council, shall be appointed by the Council every year.

14.0

▶ Finance

14.1

The Association shall have the right to receive voluntary contributions, grants and gifts and make investments that the Council considers gainful to the Association.

14.2

The Treasurer shall be responsible for the receipts and disbursements of funds and open an account in a bank in the name of the Association for such purposes as decided by the Council.

Account shall be operated jointly by the President or the Senior Vice President or any one of the Vice Presidents with the Treasurer or in his absence the Secretary General.

This requirement will not apply to the APB Development Fund referred to in section 15 below

14.3

Any expenditure in excess of LKR 5,000/- or such other limit decided by the Council from time to time will require the approval of the Council.

14.4

A Statement of audited accounts of the Association shall be presented at each Annual General Meeting duly approved by the Council.

14.5

Accounts of the Association shall be audited annually by a reputed auditor who shall be appointed at each Annual General Meeting.

14.6

Financial year of the Association shall be from 1st January to 31st December, of the same year.

14.7

The Association is empowered to create a special fund/s for the purpose of achieving the objectives of the Association.

14.8

The Association is empowered to create a Trust/s and to appoint Trustees to hold movable or immovable properties of the Association

15.0

▶ **Development Fund**

The Association of Professional Bankers – Sri Lanka (hereinafter also referred to as 'APB') is empowered to create a special fund by transferring the surplus of funds available with the APB, which will be separately managed as per the rules and guidelines referred to herein. The initial amount to be transferred to the Fund and the amounts to be transferred periodically thereafter shall be decided by the members of the APB at an Annual General Meeting or a duly convened Special General Meeting for this purpose. The Council shall recommend to the general membership such amounts to be transferred

15.1

▶ **The Name**

The fund shall be called and known as "APB DEVELOPMENT FUND" (hereinafter also referred to as the 'Fund')

15.2

▶ **Objectives**

The objectives for creating the Fund are as follows:

a) To purchase an appropriate building or to buy a land and/or construct a building to house the APB Headquarters.

b) Any other purpose which is approved by the APB at an Annual General meeting or a duly convened Special General Meeting with not less than 2/3rd of the members present with a minimum of 75 (seventy five) members voting in favour of such proposal.

15.3

▶ **Management of the Fund**

The Fund shall be managed by the "APB Development Fund Management Committee" (hereinafter also referred to as the 'Fund Management Committee') which will consist of five members (hereinafter also referred to as 'Member') duly elected / appointed as laid down in section 15.5 below.

a) The Fund Management Committee shall be guided by the Investment Policy approved by the Council (hereinafter also referred to as 'Policy') and shall not be allowed to authorize the lending of monies in the Fund to individuals or any other institution not authorized in the Policy.

b) In case the APB is in need of funds for a temporary period of time, with the approval of the majority of the Members of the Fund Management Committee, the release of monies from the Fund temporarily could be authorized as an advance to the APB on a written request signed by the President and Secretary General of the APB, supported by a copy of the resolution passed by the Council. The Fund Management Committee, before advancing such funds shall evaluate the feasibility of recovery, procedure of collection and the purpose of such advances. The maximum amount that could be authorized as an advance for the above purpose shall be Sri Lanka Rupees one million only.

c) The Fund Management Committee so appointed shall draft by-laws for the management and development of the Fund and appoint officers and define their functions and duties in the management of the Fund.

d) All questions relating to the Fund hereby created and or to be exercised of any power hereby conferred on the Fund Management Committee shall be decided by a simple majority with at least three Members being in favour of the decision.

15.4

► Duties and Responsibilities of the Fund Management Committee

The Fund Management Committee shall be responsible for the management of the Fund, for authorizing all payments made out of the Fund, and:

a) To release funds for the purpose of achieving one or more of the objectives listed under section 15.2 above, on a written request made by the Council of the APB. Such request shall be signed by the President and Secretary General of the APB and supported by a copy of the resolution passed by the Council.

If the Fund Management Committee is not satisfied with the amount of, or the purpose for which, a request is made by the Council, it shall direct such request to be referred for the prior approval of the general membership giving their reasons for rejection.

b) To authorize the defraying of any expenses in connection with the managing of the Fund.

c) To authorize the drawing accepting discounting, endorsing, negotiating buying, selling and issuing bills of exchange, cheques, promissory notes or other negotiable or transferable instruments of securities in the name of the Fund.

d) To authorize any investments and dealings with monies of the Fund in any authorized investments provided that all profits and income from such investment are applied solely for the benefit of the Fund.

e) To ensure that the Investment Policy approved by the Council is strictly adhered to and to review the Policy at least annually and if necessary recommend to the Council any amendments required.

f) To maintain all records and the books of accounts of the Fund and shall prepare submit to the Council the financial position of the Fund as at the end of each quarter.

g) To present to the Council a statement of accounts of the Fund duly audited by the auditor of the APB to be presented to at the annual general meeting of the APB.

15.5

► **Members to the Fund Management Committee**

The Members of the Fund Management Committee, other than the ex-officio Member, shall be elected by the general membership of the APB at an Annual General Meeting or a duly convened Special General Meeting for this purpose.

a) Appointment of Members

The four Members of the Fund Management Committee so elected shall be members of the APB who hold or have held the position of, a Chief Executive Officer, a Deputy General Manager, an Assistant General Manager or their equivalent grades in a bank. Members so elected to the Fund Management Committee shall serve as a Member of the Fund Management Committee for a period of two years. The incumbent President of the APB shall be appointed ex-officio as the fifth Member, but he/she shall not be the Chairman of the Fund Management Committee.

The Chairman of the Fund Management Committee shall be elected by its Members annually at the first meeting of the Fund Committee following an Annual General Meeting of the APB.

No Council Member of the APB other than the ex-officio the President shall be elected or appointed as a Member of the Fund Management Committee.

b) Appointment / Re-appointment / Election of Members

In order to ensure continuity, Members may be reappointed to the Fund Management Committee annually, however the total period to be served continuously by any Member without re-election shall not exceed 4 years from the original date of appointment. A Member is however, eligible for appointment by re-election.

Two of the four members initially elected to the Fund Management Committee shall retire at the end of the first two year term whilst the other two shall be reappointed for a further term of up to two years. The two Members reappointed, on completion of the next term of two years shall retire and this procedure shall be continued. In the event of equal seniority of more than two Members, the retirement shall be decided by a ballot taken at a duly convened meeting of the Fund Committee for this purpose and held prior to the date of the Annual General Meeting of the APB.

Each of the Members shall continue to hold office and exercise the powers of the Members of the Fund hereby conferred until they resign, discharge or retire from office or becoming unfit or personally incapable of acting as a Member, or going abroad for a continuous period of over 4 months, or resigning or vacating office or the death of the Member.

In such an event, the Council of the APB will appoint a suitable candidate to fill the vacancy until the next Annual General Meeting. The surviving Members are hereby empowered to act in all matters in the same manner and with like power as if all the Members act together until the successor is appointed.

c) Secretary to the Fund Management Committee

The Secretary General of the APB shall be the official secretary and attend all meetings of the Fund Management Committee but shall not be a Member of the Fund Management Committee. The Secretary General shall:

- i. Maintain minutes of all meetings of the Fund Management Committee
- ii. Issue notice of meetings of the Fund Management Committee
- iii. Assist the Chairman of the Fund Management Committee in the administration
- iv. Attend to the correspondence of the Fund Management Committee
- v. Perform all such other duties as may be assigned by the Fund Management Committee from time to time.

d) Treasurer of the Fund Management Committee

The Treasurer of the APB shall be the official Treasurer and attend all meetings of the Fund Management Committee but shall not be a Member of the Fund Management Committee. The Treasurer shall:

- i.
 - Arrange for all investments and payments from the Fund as decided by the Fund Management Committee
 - Arrange to receive all monies due to the Fund from the investments made and any others
 - Keep an account of all receipts and payments of the Fund
 - Prepare and submit quarterly statements of the financial position of the Fund to the Council
 - Prepare and submit duly audited accounts of the Fund approved by the Council at the Annual General Meeting of the APB
 - Perform all such other duties relating to the financial affairs of the Fund, assigned by the Fund Management Committee from time to time.
- ii.

15.6

► Accounts of the Fund

The monies in the Fund shall be kept separately from that of the normal APB accounts and the Fund Management Committee shall open and maintain account/s with any commercial bank/s in the name of the Fund.

Two signatories shall be required for opening and operating such accounts in the name of the Fund. The Chairman of the Fund Management Committee or, in his absence another member of the Fund Management Committee, other than the ex officio Member jointly with the Treasurer of the APB or in his absence the Secretary General of the APB shall be the joint signatories.

The Treasurer shall present a separate Profit and Loss account of the Fund and a Balance Sheet of the Fund as at the end of the financial year, and also a Consolidated Profit and Loss Account and a Consolidated Balance Sheet of all the accounts of the APB as at the end of the financial year approved by the Council, at each annual general meeting of the APB. The auditors appointed by the APB shall audit these financial statements before presentation at the Annual General Meeting.

The financial year of the Fund shall be the same as for the APB.

15.7

► Meetings of Fund Management Committee

The Secretary General shall convene the meetings of the Fund Management Committee. The Fund Management Committee shall meet at least once in every three months. If any Member is

absent for two consecutive meetings without the prior approval of the Fund Management Committee, or for three consecutive meetings irrespective of whether or not the consent of the Fund Management Committee has been obtained, such member shall be deemed to have vacated his/her position.

The quorum for a meeting of the Fund Management Committee shall be three.

15.8

▶ Removal of Members of the Fund Management Committee

In case of a necessity to remove a Member of the Fund Management Committee for misconduct or any other reason other than for reasons given in section 15.7 above, such removal shall require to be passed by a majority vote at an Annual General Meeting or a duly convened Special General Meeting of the APB.

15.9

▶ Dissolution of and amendments to the Rules of the Fund

Any proposal for the dissolution of the Fund or amendment to the Rules of the Fund shall require the approval of the general membership of the APB at an Annual General Meeting or a duly convened Special General Meeting with at least 2/3rd of the members present, at such Annual/Special General Meeting, with a minimum of 75 members, voting in favour of the proposal. In the event of dissolution, the monies available in the Fund shall be vested with the APB.

15.10

▶ Other Matters

Any other matters, relating to the management of the Fund, not stated in these rules, the decision of the Fund Management Committee shall be considered final, and reported to the general membership for ratification at the very next Annual General Meeting or Special General Meeting.

16.00

▶ Amendment to the Constitution

The Constitution of the Association may be amended, added to or repealed at an Annual General Meeting or a Special General Meeting provided due notice has been given in writing and that at least 2/3rd of the membership present at the Annual/Special General Meeting vote for the changes by show of hands, except for amendment to Section 15, Development Fund' in respect of which sub-section 15.9 shall apply.

17.00

► **Other Matters**

On any matters not provided for in the Constitution, the decision of the Council shall be final

**ASSOCIATION OF PROFESSIONAL BANKERS - SRI
LANKA**

CODE OF BEST PRACTICES

Incorporating all amendments made up to 19 February 2010

1.0

► **Introduction**

This document is offered as guidance to members of the Association in the discharge of their professional responsibilities. It sets out principles, approaches and guidelines, which can be applied, in different contexts according to an individual's judgment. A Code and Guidelines such as these cannot claim to be comprehensive. However, appropriate discussion of any issues requiring resolution is seen as a professional duty.

1.1

A professional is someone who justifiably claims to provide special knowledge and skills of value to society and accepts the duties entailed by that claim, including:

- The attainment and maintenance of high standards of education, training and practical judgment;
- Honouring the special trust placed by customers, Suppliers, employers, colleagues and the general public.

1.2

The professional discharge of such duties entails:

- The application of expertise and judgment;
- The motivation and direction of others; a positive contribution to achieving the objectives of the organization.

1.3

The discharge of one's duties as a professional banker should not abuse powers and positions and serve all sectors of society with acceptance and habitual exercise of ethical values.

1.4

The professional banker will encounter circumstances or situations in which various values, principles, rules and interest appear to conflict and may be difficult to harmonize in practice. No ready answer can be given for such circumstances. The best resources which can be brought to bear are the professional and personal characteristics and qualities referred to and described in the following Guides to Professional management Practice.

2.0

► Code of Conduct

A member at all times shall uphold the good standing and reputation of the Association of Professional Bankers- Sri Lanka and members shall;

- Have due regard for and comply with relevant laws of the country.
- Should behave with integrity in all professional and business relationship.
- Should carry out his work with due skill, care diligence, and expedition with proper regard for the professional and technical standards expected of him.
- Follow the Guides to Professional Practice, as approved by the Council.

- Have a duty to provide information at the request of any committee or sub-committee of the Association established to investigate any alleged breach of this Code.
- Practice and encourage others to practice in a professional and ethical manner that will reflect credit on them and their profession.

3.0

► Professional Misconduct

Members shall not engage in any conduct involving dishonesty, fraud, deceit, or misrepresentation or commit any act that reflect adversely on their honesty, trustworthiness or professional competence.

4.0

► Guides to Professional Banking Practice

4.1

As regards the individual, the professional banker should;

- Pursue banking activities with honesty, integrity, accountability and competence.
- Disclose any personal interest, which might be seem to influence managerial decisions.
- Practice an open style of management so far as is consistent with business needs.
- Take active steps for continuing development of personal competence.
- Adopt a reasoned approach to the identification and resolution of conflicts of values, including

ethical values.

- Safeguard confidential information even after terminating banking services.
- Exhaust all available internal remedies for dealing with matters perceived as improper, before resorting to public disclosure.
- Encourage the development and maintenance of quality in all banking and management activities.
- Conduct with courtesy and consideration towards all with whom he comes into contact.

4.2

As regards others within the organization

The Professional Banker should, in addition to the above;

- Ensure that the subordinate staff are, aware of their responsibilities, areas of authority and accountability.
- Encourage and assist others to develop their 'potential'.
- Consider the mental and physical health, safety and well being of others.
- Have regard for matters of conscience of others.
- Have regard for the needs, pressures and problems of others and not discriminate on grounds other than those demonstrably necessary for the task.

4.3

As regards the organization

The Professional Banker should, in addition;

- Uphold the Constitution of the Association.
- Uphold the lawful policies and practices of the organization.
- Identify and communicate relevant policies, practices and information.
- Keep under review organization structure, objectives, procedures and controls.
- Seek to balance departmental aims in furtherance of the organization's overall objectives.
- Safeguard the assets and reputation of the organization.
- Refuse to carry out any unlawful or unethical functions.

4.4

As regards others external to but in direct relationship with the organization.

The Professional Banker should, in addition;

- Ensure that the interests of others are properly identified and responded to in a balanced manner.
- Establish and develop continuing and satisfactory relationships based on mutual confidence.
- Avoid entering into arrangements which unlawfully or improperly affect competitive practices.
- Avoid entering into any agreement or undertaking any activity which may give rise to a conflict of interest with the organization or prejudice professional banking practices.
- Neither offer nor accept gifts, hospitality or services which could, or might appear to, imply an improper obligation.

4.5

As regards the wider community

The Professional Banker should, in addition;

- Have due regard to the short and long term effects and possible consequences of present and proposed activities, taking action where appropriate.
- Ensure truthfulness in all public communications and advertisements.
- Seek to conserve resources wherever possible and preserve the environment.
- Respect the customs, practices and reasonable ambitions of other people's which may differ from the banker's own.

5.0

► Duties of the Professional Banker

The Professional banker/ member/ manager should; in addition to the above,

- Promote the mission, aims and objectives of the Association.
- Uphold the integrity and good name of the association and refrain from conduct, which could damage its reputation.
- Promote the Association's professional image and standing among bankers and the public.

6.0

A member contravening any section of the Code may be liable to disciplinary action, which could result in the expulsion from membership of the Association.

7.0

All disciplinary matters should be dealt with by the disciplinary committee.

- a) If any complaint should be made against any member, it shall be considered by the Disciplinary Committee.
- b) The Disciplinary Committee shall consist of four members appointed by the council. A member so appointed shall be eligible for a re-appointment at the expiration of the term.
- c) The Disciplinary Committee members shall be past presidents of the Association.
- d) The term of office of a member shall be for three years.
- e) Any member of the Committee may at any time resign his office by giving notice in writing of his resignation to the Council. The Council may remove any member of the Committee from his appointment due to inability to perform his duties or on misbehaviour. Any vacancy in the Committee may be filled by the Council.
- f) A Chairman shall be appointed from and out of the members constituting a Disciplinary Committee. The quorum of the Committee shall be three of whom the Chairman shall be one. If the Chairman is not present the remaining members could elect a member to chair the meeting and conduct the proceedings.
- g) The Committee may act by a majority of the members present and in case of an equality of votes the Chairman shall have a casting vote.
- h) The secretary for the Committee shall be the Assistant Secretary of the Council.
- i) When a complaint is received, the Council will refer it to the Disciplinary Committee if it is against the professional standards and ethics.
- j) The Disciplinary Committee may forward the copy of the complain and invite the member against whom a complain has been made to explain or answer the complaint by written

submission within a reasonable period of time.

k) Where Disciplinary Committee has directed for an inquiry, Secretary of the Committee shall give notice, arrange the conduct of an inquiry and maintain records of all proceedings of the Disciplinary Committee.

l) The Decision of the Disciplinary Committee shall be conveyed to the complainer.

m) The decision shall be upon proving the facts;

i. Exoneration, if not found guilty

ii. Reprimand

iii. To continue the membership and subject to such conditions as the Disciplinary Committee sees fit.

iv. Expulsion

n) The Committee is empowered to act in any matters not dealt with above in conduct of the disciplinary matters in keeping with the objective of the Association and the Code.