CODE OF ETHICS

on Anti-Corruption and Professional Compliance Standards for Lawyers working in Africa

Pan African Lawyers Union
PREAMBLE

The Council of the Pan African Lawyers Union (PALU), representing all African Regional and National Lawyers Associations:

**INSPIRED** by the values of independence, integrity, transparency, equality and accountability that govern and guide lawyers and judges in abiding by their duties and responsibilities as Guardians of the Law and Servants of Justice;


**FURTHER CONSIDERING** the Constitution of PALU adopted by its General Assembly, on 9 September 2002;

**RECALLING** PALU’s “Yaoundé Declaration”, adopted by its General Assembly on 7 June 2014;

**BEARING IN MIND** that in the fight against corruption and for the promotion of ethics in the legal profession in Africa, the Lawyers’ Associations are entrusted with a key role in making compliance with anti-corruption and ethics rules effective;

Pan African Lawyers Union (PALU)
STRESSING that Lawyers, Law Firms, Judges and Lawyers’ Associations should work together and unite in upholding the Rule of Law in Africa and strengthening their fight against corruption and unethical acts in Africa;

COGNIZANT that the preservation of the highest standards of ethics by African Lawyers is essential for the preservation and development of the Continent’s wealth, natural resources, environment, economies and societies for the benefit of the African People;

FURTHER COGNIZANT that while corruption and unethical acts pose a threat to sustainable development and the Rule of Law, Lawyers have a fundamental role to play in addressing this threat, by taking actions and adopting a posture in daily commercial transactions on the continent and how they respond to situations where they are asked to perform transactions that may qualify as corruption, money laundering, or unethical acts;

CONVINCED that the Code of Ethics on Anti-Corruption and Professional Compliance Standards for Lawyers Working in Africa (hereinafter the “Code”) reasserts and clarifies the obligations of Lawyers in the fight against corruption and unethical acts and gives guidance to Lawyers and Lawyers’ Associations on how to effectively prevent and combat corrupt and unethical acts.

Has agreed as follows:
DEFINITIONS

For the purposes of this Code:

**Africa:** All African States (and territories) recognised by the United Nations or the African Union.

**Conflict of interest:** A situation whereby a real or seeming incompatibility between Lawyers' interest and their fiduciary duties; or between two of a Lawyer's clients that would adversely interfere with their fiduciary duties.

**Corruption:** Acts, practices or omissions intending to give or receive an advantage that is inconsistent with a Lawyer's fiduciary role. It includes acts, practices or omissions and related offences prohibited by national legislations, regional or international conventions, and the present Code.

**Ethics:** Standards of professional conduct applicable to members of the legal profession, including universal values of human rights, obedience to the rule of law, concern for health and safety, and concern for social, economic and environmental rights and obligations.

**Law Firm:** Law firm established in Africa, or a foreign law firm providing legal services or executing mandates in Africa.
Lawyer: A person, qualified in law, admitted to a Lawyers’ Association, practicing law either as an advocate, attorney, barrister, in-house counsel, solicitor, or working for an African government; or a foreign Lawyer practicing in Africa or executing mandates in Africa on behalf of a client, African or foreign.

Lawyers’ Association: A Bar Association or Law Society established in Africa, either by incorporation or by an Act of Parliament.

Lawyer-Client Privilege: The client’s rights to refuse to disclose and to prevent any other person from disclosing confidential communications between the client and the Lawyer.

Unethical Acts: Lawyers’ acts or omissions not conforming to established standards of professional conduct, either through the present Code, or any other sets of professional standards applicable to the said lawyer, either at the national level or any other levels.
OBJECTIVES AND SCOPE

The main objective of this Code is to enshrine the fundamental principles and standards of anti-corruption, ethics, and professional compliance that shall govern Lawyers’ and Lawyers’ Associations in their professional activities and representations.

The Code is open to voluntary signature and solemn commitment by all Lawyers, as defined by the present Code.
Article I. Compliance of the Mandate with Anti-Corruption and Ethics Standards

Lawyers shall, before accepting any instruction, ensure the compliance of such an instruction with this Code, and any other applicable national or international regulations, professional rules or standards on anti-corruption and ethics.

Article II. Independence

Lawyers shall practice their profession with independence, objectivity, integrity and commitment, and free from any interference or undue influence.

Article III. Conflict of Interest

Lawyers shall avoid any situation of conflict of interest and shall not accept to act or continue to act for a client in case there is a conflict of interest.

Article IV. Due Diligence and Leadership

(a) Law firms’ partners or senior Lawyers shall demonstrate due diligence in ensuring that other partners, Lawyers or employees working for, or representing their law firm, embrace an ethical conduct and refrain from adopting corrupt or unethical acts.
(b) Supervising Lawyers shall ensure the advancement of anti-corruption principles and ethical rules to their Juniors, either within their law firms, or through their Lawyers’ Associations.

Article V. Lawyer-Client Confidentiality

(a) Lawyers shall respect confidentiality and Lawyer-Client privilege, and must ensure the confidentiality of all information concerning the affairs and activities revealed to them in the exercise of their profession.

(b) Lawyers shall also exercise their activities with loyalty and faithfulness to their client, and ensure that no unethical acts are committed or omissions take place in the conduct of their professional mandate.

(c) The respect of the above principles by Lawyers shall not, under any circumstances, be a justification for corrupt or unethical acts.

Article VI. Actions Against Corruption

(a) Lawyers shall not assist, facilitate or act as an intermediary, in a transaction in which to their knowledge, or for which they ought to have known, corrupt or unethical acts have been committed, are being committed, or will be committed.

(b) Lawyers shall advise their clients against committing corrupt or other unethical acts and must withdraw from the matter if their client does not stop such acts.
(c) Lawyers working as in-house counsel or working for a governmental entity shall inform and advise their hierarchy against committing or being involved in corrupt or unethical acts.

(d) Lawyers shall not represent themselves as having the capacity to improperly influence a person, a public organisation or a private entity.

(e) Lawyers shall abide by all legislations which apply or should apply to a transaction, and shall avoid committing any acts or practices, including related offences, proscribed by the said legislation.

(f) Lawyers shall avoid being involved in a transaction in which, to their knowledge, or for which they ought to have known, corruption or unethical acts are carried out or one can reasonably expect will be carried out, either directly or indirectly, through the acts or omissions of consultants, agents or intermediaries.

Article VII. Compliance with the Rules Aiming at the Protection of Human and Peoples’ Rights

Lawyers shall pay special attention and promote and protect the rules provided for by national legislations, regional or international conventions specifically aiming at the protection of Human and Peoples’ Rights.
Article VIII.  **Whistleblowers’ Protection**

(a) A Lawyer is encouraged to provide legal assistance to whistleblowers.

(b) Lawyers shall advocate for the inclusion of the protection of whistleblowers in national legislations, as well as regional and international conventions.

(c) Lawyers working as in-house counsel or for a government shall ensure compliance with internal policies pertaining to the protection of whistleblowers, in addition to any other legislation that may apply.

(d) Lawyers’ Associations shall provide assistance to their members and to Non-Lawyers that resort to whistleblowing, in accordance with articles X and XI of the Memorandum of Understanding on the Code of Ethics on Anti-corruption and Professional Compliance Standards for Lawyers Working in Africa.

Article IX. **Fiscal and Anti-Money Laundering Compliance**

(a) Lawyers shall ensure that the legal services they provide do not violate the fiscal and anti-money laundering rules provided for by national legislations, regional or International conventions.

(b) Lawyers shall take all necessary measures to verify the origin and destination of the funds subject of, or in relation to, their legal services.

(c) Lawyers shall avoid involvement in projects or transactions where they know or ought to have known that the origin and/or the destination of the funds are illegal.
Article X. **Advice and Guidance from Lawyers’ Associations**

In the case of doubt by Lawyers in determining the appropriate course of action when they are confronted with a situation of corrupt or unethical acts, they shall liaise with the Anti-Corruption and Ethics Oversight Units established by their Lawyers’ Associations, or in the absence of such a unit, with the President of their Lawyers’ Associations.

*Adopted by the Council of the Pan African Lawyers Union (PALU) on 7 July 2017.*