

Adopted by the Board of Directors of the Nordic Investment Bank on 18 June 2009

RULES FOR THE OMBUDSMAN



PREFACE

These Rules for the Ombudsman of the Nordic Investment Bank, (Rules for the Ombudsman) have originally been approved by the Boards of Directors of the Nordic Investment Bank (NIB), Nordic development Fund (NDF) and Nordic Environmental Finance Corporation (NEFCO) in late 2004. Based on a decision by the President of NIB, the Rules for the Ombudsman entered into force as of 15 March 2005.

Changes to the Rules for the Ombudsman have been approved by the Board of Directors of NIB:

- On 18 June 2009

CONTENT

1. SCOPE AND APPLICABILITY.....	4
2. APPOINTMENT OF THE OMBUDSMAN	4
2.1. Qualifications.....	4
2.2 Appointment and termination	4
3. MISSION AND PURPOSE.....	5
4. FUNCTIONS OF THE OMBUDSMAN	5
4.1 Principal functions	5
4.2 General guidelines for the performance of Ombudsman functions	5
4.3 Consultation with the Ombudsman.....	6
4.4 Mediation by the Ombudsman	6
4.4.1. Conditions for mediation	6
4.4.2. Procedure for mediation	7
5. ACCESS TO INFORMATION	9
6. CONFIDENTIALITY OBLIGATIONS.....	9
7. RECOURSE TO ARBITRAL TRIBUNAL	10
8. ADVICE AND REPORTS.....	10
8.1 General policy advice to the Bank	10
8.2 Annual report.....	10
9. THE OFFICE OF THE OMBUDSMAN	10
10. ENTRY INTO FORCE AND AMENDMENT	11

RULES FOR THE OMBUDSMAN

1. SCOPE AND APPLICABILITY

These Rules set forth the functions, activities and procedures of the Ombudsman of the Nordic Investment Bank, hereinafter also called “NIB” or the “Bank”.

The functions and activities of the Ombudsman, which are described in detail below, include internal counselling, and mediation between a staff member and the Bank, or between staff members in cases of employment-related complaints or conflicts.

All staff members, including temporary and part-time employees of the Bank, shall have access to the Ombudsman.¹

The Ombudsman shall in performing his or her functions be completely independent of the Bank, the President and the staff.

2. APPOINTMENT OF THE OMBUDSMAN

2.1. Qualifications

The Ombudsman shall be a person of high academic and/or professional qualifications with good communication skills, a good knowledge of issues related to employment law and personnel matters, and good skills in mediation and conciliation.

A person who is, or was during the previous five (5) years, a staff member of NIB or the President of the Bank will not be eligible for appointment as Ombudsman. A person performing the task of the Ombudsman cannot be employed by the Bank or be the President of the Bank for a period of five (5) years after the end of such person’s period of appointment as Ombudsman.

2.2 Appointment and termination

The Ombudsman shall be appointed by the Board of Directors subsequent to a proposal by the Management Committee. Before submitting its proposal to the Board of Directors, the Management Committee shall have ascertained that the Cooperation Council does not object to the said proposal. The same procedure shall apply to termination of the appointment of the Ombudsman.

The Ombudsman is not in an employment relationship with the Bank.

The Ombudsman shall be appointed for a period of two (2) years on the basis of a written agreement between him or her and the Bank, and may be reappointed.

¹ The expression “staff member” shall include all employees of the Bank, including the members of the Management Committee. The President and CEO of the Bank (“President”) is chief of staff and not considered as a staff member.

3. MISSION AND PURPOSE

The functions and activities of the Ombudsman shall form an integral part of the Legal framework for the staff and shall be a means for safeguarding the rule of law in relation to the staff members.

The purpose of the Ombudsman is to enhance the cooperation and mutual understanding within the Bank on questions related to employment matters and to help maintain and develop a safe and professionally attractive working environment.

4. FUNCTIONS OF THE OMBUDSMAN

4.1 Principal functions

The principal functions of the Ombudsman shall be as follows:

- 1) to provide advice and counselling to individual staff members on questions related to their terms and conditions of employment and to their working environment;
- 2) to act as a mediator in disputes arising between a staff member and the Bank or between staff members;
- 3) to provide support and information to a staff member who is abusing or who is suspected of abusing intoxicants in accordance with the Bank's [Intoxicant Policy](#);
- 4) to provide consultation to a staff member who has perceived or is suspected of having committed harassment at workplace, and act as mediator, in accordance with the Bank's [Anti-harassment Policy](#);
- 5) to provide general advice to the Bank on questions related to terms and conditions of employment, the working environment and the development of the Legal framework for the staff; and
- 6) to submit an annual report on the functions and activities of his or her office.

The Ombudsman shall not act as a mediator or provide advice on matters related to individual terms of remuneration or to matters that are subject to an arbitration procedure in accordance with the [Arbitration Rules for Settlement of Employment-related Disputes between NIB, NDF and Nefco](#), to official investigation or review by an authority or to a court procedure.²

4.2 General guidelines for the performance of Ombudsman functions

The Ombudsman shall at all times perform his or her functions in an impartial and professional manner and under strictly confidential terms.

² Cases related to official investigation or review by an authority or related to a court procedure may occur e.g. as a result of Board of Directors' waiving the immunity of an employee.

All matters brought to the Ombudsman shall be considered solely on the merits of the case. At all times the Ombudsman shall take into account the rights and obligations existing between the Bank and the staff member, in addition to the equitable considerations of the individual circumstances.

4.3 Consultation with the Ombudsman

A staff member shall as a main rule consult his or her immediate supervisor, the supervisor's supervisor ("supervisor(s)") and/or the Human Resources Unit concerning a matter with regard to his or her terms and conditions of employment or his or her working environment within the Bank. The staff member is, however, alternatively or in parallel with consulting relevant staff at the Bank, entitled to consult the Ombudsman in these matters as well.

The Ombudsman has been vested with certain tasks in relation to the Bank's [Intoxicant Policy](#) and [Anti-harassment Policy](#).³ The staff member may in particular consult the Ombudsman and ask for counselling and support in a delicate matter, such as, e.g., a matter related to his or her personal integrity, harassment or intoxicant abuse. Such consultation may, for example, relate to specific staff rules and regulations applicable to the matter.

The Ombudsman has the right to refuse consultation if he or she concludes that the matter does not fall within the scope of the Ombudsman's functions or is otherwise not appropriate in the circumstances.

The consultation is oral and free of cost to staff members.

If a staff member needs counselling related to a dispute between the staff member and the Bank or between staff members, the Ombudsman shall when needed, explain the way in which the staff member can initiate a mediation procedure in accordance with Section 4.4 below. However, it will be entirely up to the staff member to decide whether or not to initiate such a procedure.

4.4 Mediation by the Ombudsman

The mediation procedure is a voluntary procedure for a staff member for resolving a dispute arising between the staff member and the Bank or between members of the staff.

If a staff member requests mediation between himself or herself and the Bank, and the Ombudsman initiates a mediation procedure, the Bank is obliged to attend as a party to the procedure.

The mediation procedure is free of cost to the staff member.

4.4.1. Conditions for mediation

- 1) *A dispute between a staff member and the Bank*

³ For further information, see the relevant Policies.

In the case of a dispute between a staff member and the Bank, the dispute shall in the first place be sought to be resolved between the staff member and his or her supervisor(s), or with the Head of Human Resources. The staff member is, however, alternatively or in parallel with resolving the dispute with his or her supervisor(s) and / or the Head of Human Resources, entitled to consult the Ombudsman in these matters as well.

A dispute in these Rules refers to a dispute arising from or relating to the terms and conditions of individual contracts of employment or the working conditions and environment in general. The dispute does not need to be of the kind that it would require legal protection for the member of the staff.

If the parties referred to above are unable to reach a mutual understanding on how the dispute should be resolved, the staff member has the right to bring the matter to the Ombudsman for mediation.

The Ombudsman has the right to refuse mediation if he or she concludes that mediation is not consistent with the Ombudsman's functions or is otherwise unsuitable in the circumstances.

2) A dispute between staff members of the Bank

In the case of a dispute arising between two or several staff members within the Bank, the dispute shall in the first place be sought to be resolved amicably between the staff members themselves or by contacting the staff members' supervisor(s) and / or the Head of Human Resources.

If the staff members are unable to reach a mutual understanding on how the dispute should be resolved, each party shall have the right to take the dispute to the Ombudsman for mediation. If the Ombudsman initiates a mediation procedure, the other party or parties may refuse mediation and are not obliged to attend as parties to the mediation procedure.

The Ombudsman has the right to refuse mediation if he or she concludes that mediation is not consistent with the Ombudsman's functions or is otherwise unsuitable in the circumstances.

4.4.2. Procedure for mediation

4.4.2.1 Dispute between a staff member and the Bank

The following rules of procedure for mediation shall apply to disputes between a staff member and the Bank:

1) Initiation of a mediation procedure

If the matter has not been resolved in a satisfactory manner as set out in Section 4.4.1, the staff member shall contact the Ombudsman without delay and at the latest within ninety (90) days from the date when the decision or circumstances giving raise to the dispute became known to the staff member.

The staff member may contact the Ombudsman orally but shall subsequently provide the Ombudsman with written information containing his or her name, the name of the supervisor(s) with whom the staff member has discussed the dispute and a brief statement of the dispute.

The Ombudsman shall as soon as possible and at the latest within thirty (30) days from the date on which the staff member contacted him or her inform the staff member as to whether or not the Ombudsman will act as a mediator. If the Ombudsman refuses to initiate mediation procedures the grounds of refusal shall be justified in writing. If the Ombudsman is willing to act as a mediator he or she shall within the said thirty (30) days time frame also inform the Bank of the request of the staff member to initiate mediation. This information shall on behalf of NIB be submitted to the General Counsel, with a copy to the Head of Human Resources.

2) Representation of the parties during a mediation procedure

The staff member and a person appointed as the Bank's representative shall personally attend the mediation procedure. Both parties have the right to have a representative or counsel present at their own expense.

3) The mediation procedure

The Ombudsman will lay down the procedures for mediation after hearing both parties.

The parties, together with the Ombudsman, shall aim at contributing to achieve conciliation.

The Ombudsman has the right to discuss the matter on a confidential basis with both parties. Any written material that either party provides to the Ombudsman shall, however, be communicated to the other party.

The Ombudsman has the right to initiate any investigation he or she deems necessary and to hear experts and other persons.

The Ombudsman shall aim at enhancing conciliation in an effective and flexible way. The Ombudsman may, but is not obliged to, give a recommendation on how to resolve the dispute. Each party shall within seven (7) days from receiving a recommendation inform the Ombudsman and the other party to the dispute if the recommendation is acceptable. The recommendations of the Ombudsman shall not create precedence for any subsequent cases, although the Ombudsman may have regard to previous recommendations when considering current questions or complaints.

4) Closing of the procedure

The mediation procedure will be completed when

- (i) the parties sign a written conciliation agreement;
- (ii) the Ombudsman informs the parties that continuing the mediation is not warranted; or

(iii) the party that has initiated the mediation procedure informs the Ombudsman that he or she does not wish to continue the mediation procedure.

4.4.2.2 Disputes between staff members

If the parties have agreed to mediation, the procedure may be relatively informal but shall otherwise follow as far as practicable the procedure applicable to mediation between a staff member and the Bank.

5. ACCESS TO INFORMATION

In order to perform his or her functions the Ombudsman may contact the President, the members of the Management Committee and the Human Resources Unit, the Cooperation Council and relevant staff members, all of whom are obliged to cooperate with him or her.

Subject to applicable rules relating to confidentiality, the Ombudsman shall have access to all information and documents necessary for the effective performance of his or her functions, and the Bank shall provide all information requested by the Ombudsman to the extent permitted by those rules.

6. CONFIDENTIALITY OBLIGATIONS

The Ombudsman is bound by professional secrecy. The Ombudsman is obliged to keep to himself or herself all information obtained during the performance of his or her functions from staff members or from the Bank concerning the specific facts and individual circumstances relating to the issue brought before him or her.

The Ombudsman shall not be compelled to disclose the identity of staff members by whom he or she has been consulted, nor shall the Ombudsman disclose the matters he or she has considered without the express permission of the staff members involved.

The Ombudsman must ensure that all records or files pertaining to confidential discussions he or she may have with staff members are safe from inspection at all times by other staff members, by the President and the members of the Management Committee.

If a third party has been heard in the course of a mediation procedure the Ombudsman is obliged to ensure that such party enters into an appropriate confidentiality undertaking or agreement.

The parties in a mediation procedure are obliged to treat the procedure itself and all information acquired concerning the other party on a strictly confidential basis. The parties are not allowed to refer to any suggestions, concessions or similar or to any statement from the Ombudsman that has been presented in order to achieve a conciliation during the mediation procedure.

The parties are not allowed to require the Ombudsman to appear as a witness in any other proceeding in relation to a dispute.

7. RECOURSE TO ARBITRAL TRIBUNAL

Notwithstanding these Rules, a staff member or the Bank has the right to take a dispute concerning the contract of employment or other terms and conditions of employment to the Arbitral Tribunal in accordance with the [Arbitration Rules for Settlement of Employment-related Disputes between NIB, NDF, NEFCO and their Employees](#).

The time spent in consulting with the Ombudsman and the time used by the Ombudsman in the performance of his or her functions on behalf of a staff member shall in no way affect any applicable time limits for presentation of a claim to the Arbitral Tribunal related to termination or cancellation of an employment.

8. ADVICE AND REPORTS

8.1 General policy advice to the Bank

The Ombudsman shall at the request of the Bank submit written comments, observations, views and policy advice concerning the terms and conditions of employment and the working conditions and environment in general, together with recommendations for consideration and development.

The President of the Bank shall also be entitled to consult the Ombudsman in questions of a general nature relating to the terms and conditions of employment and the working conditions.

8.2 Annual report

Subject to the provisions of these Rules relating to confidentiality, the Ombudsman shall provide an annual report. The report shall be of a non-specific nature and will provide an overview of the Ombudsman's functions and activities, together with any comments on the Bank's policies, procedures and practices that may have come to his or her attention, and may include any recommendations with regard to the development of terms and conditions of employment and the working conditions and environment in general that he or she considers desirable. The report shall be submitted to the Cooperation Council, to the Management Committee, to the President and thereafter to the Board of Directors for review. This report shall be available to the staff members of the Bank on the Bank's intranet (NIBnet).

9. THE OFFICE OF THE OMBUDSMAN

The Bank shall provide the necessary services and facilities for the satisfactory performance by the Ombudsman of his or her functions and activities.

The Ombudsman shall be available in person at the headquarters of NIB once a month or more often if deemed necessary.

Staff members may contact the Ombudsman in person or by telephone, fax or e-mail, in order to make appointments or to discuss matters on which they wish to seek the Ombudsman's assistance.

The Human Resources Unit will at regular intervals inform all staff of the dates and times when the Ombudsman will be available at the Bank's premises, and will inform all staff of the Ombudsman's telephone and fax numbers, e-mail address and other relevant contact details.

10. ENTRY INTO FORCE AND AMENDMENT

These Rules shall be approved by the Board of Directors.

Subject to the Board of Directors' decision, these Rules shall enter into force as of 1 July 2009.

These Rules may be amended following the procedure referred to in the first paragraph of this Section 10.

LIST OF LINKS

[Anti-harassment Policy](#)

[Arbitration Rules for Settlement of Employment-related Disputes between NIB, NDF and Nefco](#)

[Intoxicant Policy](#)