

CMS CODE OF CONDUCT FOR PARTNERSHIPS WITH THE PRIVATE SECTOR

I. General principles

1. In engaging with the private sector, the Secretariat of UNEP/CMS should be guided by the following overarching principles, which are coherent with the UN “Guidelines on Cooperation between the United Nations and the Private Sector¹”:
 - a) **Advance CMS goals:** The objective of the partnership should be articulated clearly and must advance CMS goals, specifically the conservation of migratory species.
 - b) **Objectives of partnerships:** These include the improvement of the environmental impact of the private sector, awareness raising of the value of migratory species and the creation of support for the conservation of migratory species through increased local, national and regional investments.
 - c) **Clear delineation of responsibilities and roles:** The arrangement must be based on a clear understanding of respective roles and expectations, with accountability and a clear division of responsibilities.
 - d) **Maintain integrity and independence:** Arrangements should not diminish CMS’s integrity, independence and impartiality.
 - e) **No unfair advantage:** Every member of the business community should have the opportunity to propose cooperative arrangements, within the parameters of these guidelines. Cooperation should not imply endorsement or preference of a particular business entity or its products or services.
 - f) **Transparency:** Cooperation with the business community sector must be transparent. Information on the nature and scope of cooperative arrangements should be available on the CMS website and to the public at large.
 - g) **Commitment of private sector partners:** Private sector entities engaging with CMS must commit themselves to:
 - i. Analysing corporate activities with regard to their impact on migratory species.
 - ii. Actively including CMS goals into the environmental policy of the respective organization.
 - iii. Appointing a responsible individual within the organization to oversee the activities relating to populations of migratory species and to report to their management and the UNEP/CMS Secretariat.
 - h) The Secretariat should endeavour to engage with partners, which have an environmental corporate responsibility programme developed and implemented.

¹ United Nations (2009). Guidelines on Cooperation between the United Nations and the Business Sector. <http://business.un.org/en/documents/8092>

II. Modalities of partnerships

2. The most common modalities for entering into partnerships with the business community are set out below:
 - a) Direct contribution by a business partner: A direct contribution for specific purposes should be made under a special agreement with the partner. The contribution must comply with the applicable UN financial regulations and rules, and be consistent with the policies, aims and activities of CMS.
 - b) Indirect contribution by a business partner through the establishment of a charitable organization or foundation: Under this modality, a relationship agreement must be established between UNEP/CMS Secretariat and the charitable organization or foundation laying out the terms of the relationship, including the issues related to the use of the name and emblem, liability, settlement of disputes and the privileges and immunities of the UN.
 - c) Partnership in promoting the purposes and activities of CMS: This modality, whereby the business partner provides a forum to disseminate information about CMS would involve direct agreement with the business partner, setting out the terms and conditions of the arrangement, including UNEP/CMS Secretariat's control of the information to be disseminated, the issues related to the use of the name and emblem, liability, settlement of disputes and the privileges and immunities of the UN.
 - d) Partnership in cooperative projects: This modality, whereby UNEP/CMS Secretariat and a business partner jointly develop a product or service (e.g. the coordination of a CMS MoU), consistent with and in furtherance of the aims, policies and activities of CMS, would involve agreements with the business partner, setting out the terms and conditions of the arrangement, including the contributions each party could make to the development of the product / service, the use of the name and emblem, liability, settlement of disputes and the privileges and immunities of the UN.
3. Where appropriate, the UNEP/CMS Secretariat may consult with the CMS Standing Committee to obtain its approval prior to engaging in a partnership.

III. Selection of partners

4. The following factors should be assessed in selecting appropriate partner organizations:
 - a) Ability to carry out the mission: The organization's relevant experience or expertise, capacity and resources;
 - b) Consistency with CMS objectives: The consistency of the organization's objectives and activities with those of CMS (including those activities beyond the immediate area of the proposed relationship) and its commitment to support and

promote the integrity and reputation of CMS as reflected in the Convention text and relevant decisions;

- c) Consistency with UN principles: Partner organization's commitment to meeting or exceeding UN principles within their sphere of influence by translating them into operational corporate practice. This includes compliance with the principles of the "UN Global Compact" and the "UN Supplier Code of Conduct";
- d) Reduction of barriers to migration: Partnerships with private sector organizations should be aimed at removing obstacles to the migration of CMS-listed species;
- e) Costs/value: The level of costs to be charged by the organization and the value for money to be provided;
- f) Reputation: The potential partner organization's reputation (e.g. by obtaining information about their previous performance from an independent source such as another UN agency);
- g) Financial viability: The organization's financial viability (e.g. to ensure that the organization is not likely to become insolvent in the near future);
- h) Risk assessment: The risks or negative aspects, both in the short and long-term, associated with each candidate organization;
- i) Synergies: The potential for the organization to enhance synergies with other CMS Family or UNEP programmes (e.g. to avoid duplication of effort with private sector partnerships already underway in the context of other UNEP programmes).
- j) Synergies with CMS Parties: Possibilities for partnerships which include CMS Parties should be considered.
- k) Amendment of selection criteria: UNEP/CMS Secretariat may establish additional eligibility and exclusion criteria for screening potential partners for a specific activity in consultation with the Standing Committee.

IV. Formalising partnerships

- 5. Once a partner has been identified, the engagement should be set down in a formal agreement (such as a Memorandum of Understanding, Contract, Agreement or Terms of Reference). The agreement should include:
 - a) Specific, time-limited, and achievable results and outputs (linked to the relevant CMS instrument, if applicable);
 - b) Defined duties on both sides (aimed at achieving the results);
 - c) Defined contribution requirements on both sides (e.g. cash or services);
 - d) Defined indicators for monitoring and measuring performance;

6. The partner organization shall ensure that within their organization, as well as within contracting parties, members are fully aware of and supportive of the relationship with CMS.
7. Where appropriate, the engagement of a private sector entity should be approved by the signatories to the associated CMS-related agreement/MoU.

V. Administration of partnerships

8. A UNEP/CMS Secretariat focal point should be appointed to manage partnerships with the private sector. The focal point should carry out the functions envisaged in para. 19 of the "Guidelines on Cooperation between the United Nations and the Business Community" (17 July 2000), in addition to the functions set out below:
 - a) Monitor performance through periodic assessment of performance indicators and adapt activities as appropriate to continuously improve output and results;
 - b) Evaluate the collaborating organization's activities globally, including activities which are unrelated to the partnership, in order to avoid potential embarrassment of CMS through the association with the partnering organization;
 - c) Ensure an appropriate level of administration that is commensurate with the scope of the partnership;
 - d) Report the results of such partnerships to the CMS Standing Committee and/or Conference of the Parties, as appropriate.
9. Where a dispute arises and cannot be avoided, the reputation and long-term interests of CMS should be treated with the highest priority, in spite of a possible loss of immediate or short-term benefits.
10. Once the partnership has come to an end, the agreement should be terminated with legal effect and a final report on the partnership should be prepared.

VI. Use of UNEP/CMS or UN name and emblem

11. Pursuant to General Assembly Resolution 92 (I) of 7 December 1946, the use of the UN name and emblem shall be limited to official purposes. The UN has consistently interpreted this resolution to apply also to the use of the name and emblem of the UN Funds and Programmes whose names include the "United Nations" or its acronym.
12. Recognizing the evolving new relationship with the business community, the following sets out general principles on the use of the name and emblem of UNEP/CMS ("Name and Emblem") by the business community in the context of partnerships with the private sector:
 - a) In principle, and subject to the appropriate terms and conditions, a business entity may be authorized to use the Name and Emblem on a non-exclusive basis.

- b) The use of the Name and Emblem must be expressly approved in advance in writing and upon such terms and conditions as may be specified.
 - c) The use of the Name and Emblem by a business entity may be authorized, even if it involves the making of profit, so long as the principal purpose of such use is to show support for the purposes and activities of CMS, including the raising of funds for CMS, and the generation of profit by the business entity is only incidental.
 - d) The use of the Name and Emblem may be authorized for the following purposes:
 - (i) To support the purposes, policies and activities of CMS;
 - (ii) To assist in the raising of funds for CMS;
 - (iii) To assist in the raising of funds for entities that are not part of CMS, but which are established to achieve the purposes and policies of CMS.
 - e) With appropriate written approval, and subject to appropriate conditions on the time, manner and scope of such use, the use of a modified UN/UNEP/CMS emblem may be exclusively authorized to a limited number of business entities in connection with the promotion of a special event or initiative, including fund-raising for such event or initiative.
13. The approval of the UNEP/CMS Secretariat must be obtained for the use of the Name and Emblem of the United Nations.